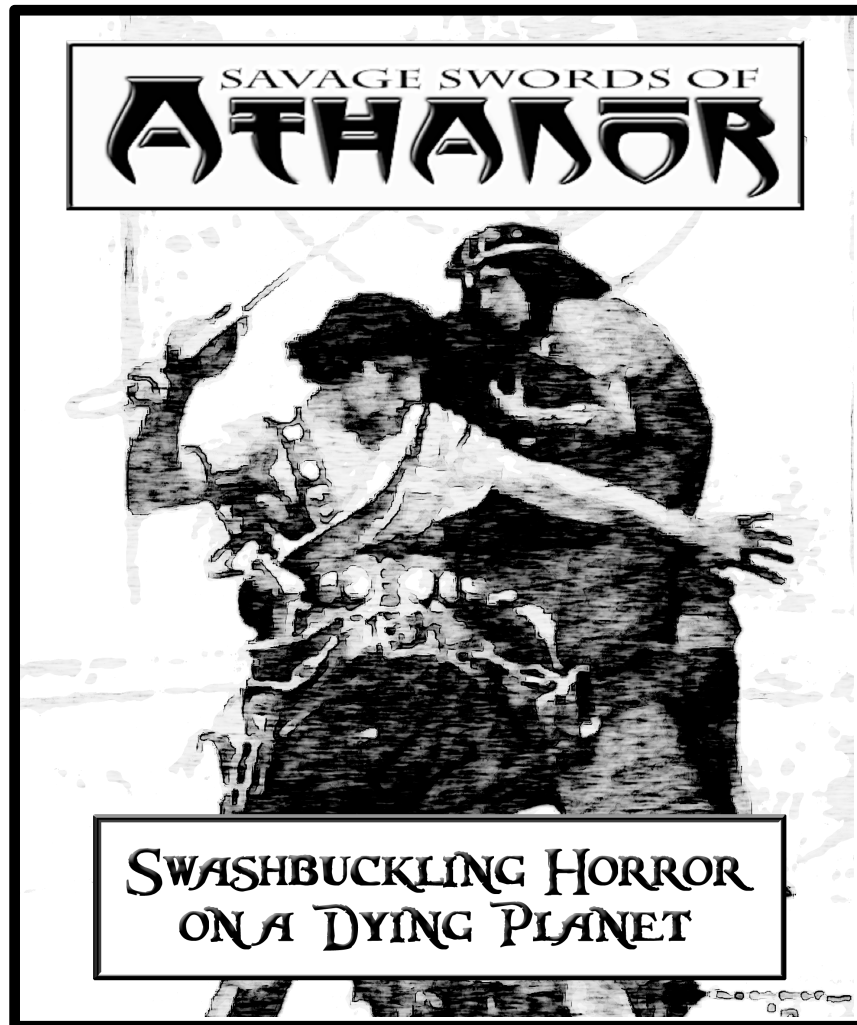




By Douglas Easterly

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NAME _____

CLASS _____

LEVEL _____ EXPERIENCE _____



STRENGTH
S _____ (—)

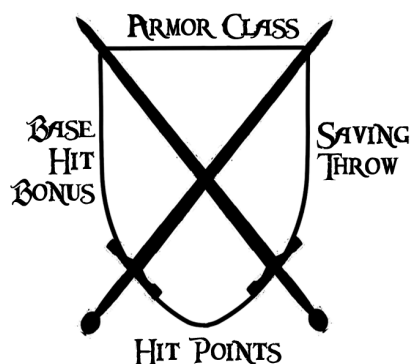
INTELLIGENCE
I _____ (—)

WISDOM
W _____ (—)

DEXTERITY
D _____ (—)

CONSTITUTION
C _____ (—)

CHARISMA
CH _____ (—)



CHARACTER PORTRAIT

SKILLS, EQUIPMENT, AND SPECIAL ABILITIES

A large, empty rectangular box for writing skills, equipment, and special abilities.

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Introduction

Athanor is part Edgar Rice Burroughs' Barsoom, part Mike Grell's Skartaris, and a large dash of random inspirations from film, television, comics, and books throughout my life. This is a game of swashbuckling adventure and lurking horror set in a dying post-apocalypse world.

Athanor is a game of weird fantasy and planetary romance, filled with elements of political intrigue, romance, action, terrible monsters, and ancient evil.

At its foundation is a modified version of the Swords and Wizardry White Box rules, a cleaned-up simplified recreation of the original granddaddy of all role-playing games.

Why go back to basics? To clean out all the complexity of most commercial RPGs out there right now and focus on simple rules so that the game can focus more on the story unfolding at the table instead of optimizing the rules.

I wrote this book to be a guide for me and for the players at my own table. I hope that it can find its way to your own game table, and that you can find some things to take away from Athanor yourself.

Doug Easterly
August 13, 2009

Starting the Game

The first step in playing the game is to create a character. This is a simple matter of rolling some dice to determine your character's strength and other basic attributes, picking a character class, using your game money to buy some equipment, and then playing.

If you're the Referee, you've got a bit more preparation to do—that's covered later in a section especially for the Referee.

The Dice

swords & wizardry uses several different kinds of dice, and we abbreviate them according to how many sides they have. So, the four-sided die is called a d4, and if we're telling you to roll 3 of them, we say to roll 3d4. The six-sided die is a d6, the eight-sided die is a d8, the ten-sided die is a d10, the twelve-sided die is a d12, and the twenty-sided die is a d20. There is no die with 100 sides—what you do to roll a d100 is to roll two ten-sided dice, treating the first roll as the “tens” and the second roll as the “ones.” So, if you were to roll a 7 and then a 3, that would mean a 73. A roll of 0 and 0 means a result of “100.”

Ability Scores

The basic attributes are numbers that represent the strength, intelligence, wisdom, constitution, dexterity, and charisma of the character. Roll 3d6 six times and assign the results to your six ability scores as you desire.

Strength

A high strength can give your character bonuses when attacking with a sword or other hand-held weapon, and lets him carry more weight. Fighters can use their Strength Bonus to modify their “to-hit”

and “damage” numbers with hand-held (melee) weapons.

Intelligence

Intelligence represents IQ, reasoning, and the ability to solve puzzles or understand difficult concepts. Magic-users and rogues can use their Intelligence Bonus to for rolls to cast magic spells. You can also use your Intelligence Bonus to learn additional languages. You gain one extra language for every point above 10.

Wisdom

Wisdom determines a character's insight, perception, and good judgment. Wisdom gives a bonus to saving throws against magical spells and effects.

Constitution

Constitution is the health and endurance of the character. You can use your Constitution Bonus to gain additional hit points on each hit die.

Dexterity

Dexterity is a combination of coordination and quickness. You can use your Dexterity Bonus to modify your “to-hit” numbers with ranged weapons. You can also use your Dexterity Bonus to modify your Ascending Armor Class (AAC).

Charisma

A highly charismatic character has a better chance to talk his way out of trouble, and can lead more special followers than characters with a low charisma. You can use your Charisma to modify the number of loyal NPC hirelings you can acquire. These hirelings include specialists and non-human creatures, but do not usually include basic men-at-arms. You can use your Charisma to modify the loyalty of those NPC hirelings.

Table 1: Charisma Bonus

Charisma	Hirelings	Loyalty
3–4	1	-2
5–6	2	-2
7–8	3	-1
9–12	4	0
13–15	5	+1
16–17	6	+2
18	7	+2

The Referee may want to make a “loyalty check” for an NPC put into a dangerous situation or one who is offered a bribe to change sides in a conflict.

Universal Attribute Bonus

Each attribute has the potential to modify what you can do. The Universal Attribute Bonus (or just “Bonus”) table below gives the attribute modifiers:

Table 2: Universal Attribute Bonus

Roll	Description	Bonus
3–6	Below Average	-1 (or 5%)
7–14	Average	–
15–18	Above Average	+1 (or 5%)

Starting Gold

Roll 3d6 and multiply by 10. This represents the number of gold pieces (gp) that your character gets to have at the start of the campaign.

Character Classes

There are three character classes in this game: Cleric, Fighter, and Magic-user. Your Referee may also have invented other character classes, or may be allowing optional character classes and races from other fantasy games.

Reading Character Class Tables

- **Level:** Refers to the level of experience of the character.

- **XP:** This is the number of Experience Points (XP) needed to advance to this level.
- **BHB:** This is the “Base Hit Bonus” added to the attack roll. (See Combat)
- **HD:** This is the number of d6 Hit Dice at that level. Characters re-roll their HD each time they advance a level to obtain a number of hit points. (If you roll poorly, those hit points

The Fighter

You are a warrior, trained in battle and in the use of armor and weapons. You will probably end up on the front lines of your adventuring party, going toe-to-toe with bandits, monsters, and evil cultists, hacking your way through them and taking the brunt of their attacks.

Table 3: Fighter Advancement

Level	XP	HD	BHB	ST
1	0	1+1	+0	16
2	2,000	2	+1	15
3	4,000	3	+2	14
4	8,000	4	+2	13
5	16,000	5	+3	12
6	32,000	6	+4	11
7	64,000	7	+4	10
8	128,000	8	+5	9
9	256,000	9	+6	8
10	512,000	10	+6	7

Fighter Class Abilities

- **Weapon/Armor Restrictions:** Fighters are trained in warfare and as such have no armor or weapon restrictions.
- **Combat Machine:** Against foes of one hit dice (HD) or fewer, Fighters get one attack per level each turn.
- **Saving Throw:** Fighters get +1 on saving throws vs. death and poisons.

The Magic-user

The Magic-user is a mysterious figure, a student of arcane powers and spell casting. Usually cloaked in robes woven with mystical symbols, Magic-users can be devastating opponents. However, they are usually physically weaker than other adventuring classes, and are untrained in the use of armor and weapons.

As Magic-users progress in level, they generally become the most powerful of the character classes, but at lower levels they are quite vulnerable and must be protected by the other party members. Perhaps one day, though, you will rise to such heights of power that you can build a mystically protected tower for your researches, create fabulous magic items, and scribe new formulae for hitherto unknown spells. Such arch-mages can sway the politics of kingdoms, and command respect and fear across the realms.

Table 4: Magic-User Advancement

Level	XP	HD	BHB	ST
1	0	1	+0	15
2	2,500	1+1	+0	14
3	5,000	2	+0	13
4	10,000	2+1	+0	12
5	20,000	3	+1	11
6	40,000	3+1	+1	10
7	80,000	4	+2	9
8	160,000	4+1	+2	8
9	320,000	5	+3	7
10	640,000	5+1	+3	6

Table 5: Magic-User Spell Advancement

Level	Spell Level				
	1	2	3	4	5
1	2	–	–	–	–
2	3	–	–	–	–
3	4	1	–	–	–
4	5	2	–	–	–
5	5	2	1	–	–
6	5	2	2	–	–
7	5	3	2	1	–
8	5	3	3	2	–
9	5	3	3	2	1
10	5	4	3	2	2

Magic-user Class Abilities

- **Weapon/Armor Restrictions:** Magic-users are not allowed the use of armor.
- **Spell Casting:** A Magic-user owns a book of spells, which does not necessarily include all of the spells on the standard lists. Reading from the book, the Magic user presses his chosen spell formulae into his mind, “preparing” these spells. If the magic user finds scrolls of spells while adventuring, he can copy them into his spell book. For information on using Magic, see the “Magic” section of this rule book.
- **Saving Throw:** Magic-users get +2 on saving throws vs. magic.

Rogues¹

Rogues, short for Rogue Magic-Users, are untrained practitioners of the magical arts. Mountebanks, rebels, or wild talents, rogues have found ways to teach themselves magic. They are jacks-of-all-trades, not as talented in combat as Fighters and not as talented in magic as Magic-Users, but very flexible and adaptable.

¹ Rogues are a house rule and are not part of the Swords and Wizardry: White Box Edition rules.

Table 6: Rogue Advancement

Level	Experience	HD	BHB	ST
1	0	1	+0	14
2	1,500	2	+0	13
3	3,500	3	+1	12
4	6,500	3+1	+1	11
5	14,000	4	+2	10
6	30,000	5	+2	9
7	60,000	6	+3	8
8	110,000	6+1	+3	7
9	165,000	7	+4	6
10	225,000	8	+4	5

Table 7: Rogue Spell Advancement

Level	1st	2nd	3rd
1	0	0	0
2	1	0	0
3	2	1	0
4	2	1	0
5	2	1	1
6	2	2	1
7	3	2	1
8	3	2	2
9	3	3	2
10	3	3	2

Rogue Class Abilities

- **Armor Restrictions:** Rogues may wear any armor, but may not cast spells while wearing armor of any sort.
- **Spell Casting:** Rogues have a limited number of spells to learn and cast, as noted in Table 2. They use these just like Magic-Users but they do not begin with a spell book and must trade, steal or discover spells to learn magical spells.

Background Skills¹

Background skills represent the training a character received before beginning his or her life as an adventurer, and tends to include rather mundane activities associated with non-adventuring activities.

These skills may have some impact in game, but largely serve to build up your character's background, distinguish him or her as a character, and provide a springboard for role-playing. Consider these skills a way to help define who your character was and is, rather than a limit on what he or she can do in the game.

Table 8. Starting Background Skills

d20	Result
01 – 06	Choose 1 Common
07 - 12	Choose 1 Common and 1 Skilled
13 – 16	Choose 1 from each category
17 – 18	Choose 2 from Common, and 1 each from Skilled and Elite
19	Choose 3 from Common, 2 from Skilled, and 1 Elite.
20	Choose 3 from Common, and 2 each from Skilled and Elite

¹ The skills rules are a set of house rules that are not part of the Swords & Wizardry White Box rules

Table 9. Background Skills

Common	Skilled	Elite
Baker	Accountant	Alchemist
Beggar	Animal Handler/ Trainer	Artist
Bricklayer	Armorer	Assassin
Butcher	Bowyer/ fletcher	Astronomer
Carpenter	Captain, Airship	Courtier/ Courtesan
Cobbler	Healer	Dancer
Cook	Jeweler/ lapidary	Engineer/ Architect
Dyer/Fuller	Locksmith	Horticultural list
Farmer/Gardener	Navigator	Hunter
Gambler	Sail-Maker	Mathematician
Glass-blower	Scribe	Musician
Leather worker/ tanner	Shipwright, Airship	Natural Philosopher
Limner/ painter	Smith	Naturalist
Mason	Teacher/ Professor	Orator
Miner	Tracker/Guide	Poet
Potter	Trader/ Merchant	Priest
Tailor/seamstress	Weaponer	Scholar
Tanner		Spy
Thief		
Weaver		

All skills should be considered as having three elements: the ability to appraise goods, services, or phenomena involving the skill area; the ability to perform tasks in the skill area; and the possession of social connections based on the skill area.

Most of the Common skills are fairly self-explanatory. Some of the elite skills are scholastic skills similar to modern scholarly areas (Alchemist = Chemistry, Natural Philosopher: Physics and Geology; Naturalist: Biology; Scholar: History, Literature and Philosophy). Other professions give some general background in related skills (Assassins might understand poisons and disguise; Courtiers understand how to seduce, flatter and act in polite society; Priests do the same in the Church, etc.)

Learning Additional Background Skills

Characters gain additional background skills every 2 levels you advance as noted in the table below:

Table 10. Skills Automatically Gained with Level Increase

Type	Level
Common	3
Skilled	4
Elite	7
Any	9

Character may also spend money and time learning new background skills. This will require down time from adventuring and finding a teacher in addition to monetary costs, as noted in the table below.

Table 11. Acquiring Additional Background Skills

Skill Type	G.P.Cost	Time
Common	500	2 Months
Skilled	2000	4 Months
Elite	10000	6 Months

Professional Skills¹

Characters start play with 3-5 professional skills. This includes special training with weapons, languages, or spells, depending on the character's class. Characters can improve these skills over time, but this represents how well-trained a new character is.

Table 12. Initial Number of Professional Skills

d20	Result
01 – 04	Choose any 3 from the first 4 in your profession.
05 – 08	Choose any 4 from the first 5
09 – 15	Choose any 5 from the first 6
16 – 18	Choose any 5 from the first 7
19 – 20	Choose any 5 from the first 8

Table 13. Professional Skills

Fighter	Magic-User	Rogue
Brawler	Detect Magic	Knows 1 Modern Languages
Pole Arms	Read Languages	Knows 1 Ancient Language
Hafted	Purify (Putrefy)	Brawler
Blades	Food And Drink	Blades
Archer	Light (Dark) I	Detect Magic
Musketeer	Cure (Cause) Wounds I	Light (Dark) I
Two-Weapon Combat	Hold Portal	Cure (Cause) Wounds I
Cannoneer	Charm Person	Hold Portal
Strategist	Sleep	Charm Person

Fighter Skills

Most of the fighter skills provide a +1 bonus with appropriate weapons, as noted in the Fighter Weapon Skill Table. Cannoneer is skill in using field artillery pieces. Two-weapon Combat allows a character to fight in melee with one weapon in each hand. This does not grant the character any bonus attack, but does result in an additional +1 bonus to attack rolls. Strategist is skill in battlefield planning and commanding troops.

¹ The skills rules are a set of house rules that are not part of the Swords & Wizardry White Box rules

Table 14. Fighter Weapon Skills

Skill	Applies To
Brawler	Unarmed Combat
Pole Arms	Spear, Halberd, Misc. Polearms
Hafted	Axe, Mace, Hammer And Morningstar
Blades	Dagger, Short Sword, Sword, Two-Handed Sword
Archer	Bows, Crossbows
Musketeer	Pistols, Rifles

Magic-User Skills

Every magic-user begins with the spell Read Magic in his or her spell book. Professional skills represent additional spells the character may begin play having scribed in his or her spell book.

Rogue Skills

Rogues have access to some fighter weapon skills and to some magic-user spells for his or her spell book.

Gaining Additional Class Skills

Each even level (2, 4, 6, 8, 10) gained, a character may add one more skill from the class list automatically. However, magic-users and rogues are free to also acquire additional spells for their spell-books in play.

Buying Equipment¹

Each character starts with some gold pieces at the beginning of the game, used to buy equipment. One gold piece (gp) is worth 10 silver pieces (sp) or 100 copper pieces (cp). Prices for equipment are listed on the tables below, and all are given in gold pieces.

Equipment Weight

A “normal” level of miscellaneous equipment is assumed to weigh 70 pounds. Treasure is added to this, with each twenty coins and gems weighing a pound.

Table 15: Adventure Equipment

Gear	Cost (gp)
Backpack (30 pound capacity)	5
Bottle (wine), glass	1
Case (map or scroll)	3
Crowbar	5
Flint & Steel	5
Grappling Hook	5
Helmet	10
Lantern	10
Mirror (small steel)	5
Oil (lamp), 1 pint	2
Pole, 10 ft	1
Rations, trail (day)	1
Rations, dried (day)	3
Rope, hemp (50 ft)	1
Rope, silk (50 ft)	5
Sack (15 pound capacity)	1
Sack (30 pound capacity)	2
Shovel	5
Spellbook (blank)	100
Spike, iron	1
Tent	20
Torch (bundle of 6)	1
Waterskin	1

¹ The equipment list has been modified from the equipment list in the *Swords and Wizardry: White Box Edition*.

Table 16: Transportation

Type	Cost (gp)
Iguanodon	200
Pachycephalosaurus	300
Parasaurolophus	450
Pteranodon	2000
Triceratops	2000
Saddle bags	10
Saddle	25
Basic Howdah	80
Battle Howdah	160
Small Airship	10,000
Large Airship	50,000

Table 17: Melee Weapons

Weapon	Damage	Weight	Cost
Axe, Battle ¹	1d6+1	15	7
Club	1d6	10	—
Dagger	1d6-1	2	3
Flail	1d6	15	8
Axe, Hand	1d6	10	3
Halberd / Pole Arm ¹	1d6+1	15	7
Mace / Warhammer	1d6	10	5
Morning Star	1d6	15	6
Spear ²	1d6	10	2
Staff ¹	1d6	10	1
Sword	1d6	10	10
Sword, Short	1d6-1	5	8
Sword, Two-handed ¹	1d6+1	15	15

1 Two-handed weapon

2 Reaches 1 rank forward if used two-handed

Table 18: Missile Weapons

Weapon	Damage	Weight	Cost
Bow	1d6-1	5	25
Quiver ¹	—	—	5
Arrows (20)	—	1	5
Sling	1d6	1	2
Pistol	1d6+1	2	40
Rifle	1d6+2	5	50
Power and Shots (20)	—	2	10
Cannon	3d6	50	300
Case ²	—	—	5
1 shot and powder	—	5	7
Grenade	2d6 ²		

1 20 arrow capacity

2 In a 5 foot radius

Table 19: Missile Weapon Range and Rate of Fire

Weapon	RoF	Range ¹
Bow	2	50 ft
Sling	1	30 ft
Pistol	1	50 ft
Rifle	1/2	100 ft
Cannon	1	500 ft
Grenade	1	20ft

1 -2 “to-hit” per increment

Table 20: Armor

A armor	AAC	Weight	Cost
Chain	+4	50	30
Leather	+2	25	15
Plate	+6	75	50
Shield	+1	10	10

Calculating Armor Class

An unarmored human has an AAC of 10. Armor worn, instead of subtracting from this total, is added—making him more difficult to hit.

Playing The Game

Once you've got a character, the Referee will describe where the character is, and what he sees. The game might start in a rural peasant village, in a vast and teeming city spiked with towers and minarets, in a castle, a tavern, or at the gates of an ancient tomb. That's up to the Referee. From that point on, you describe what your character does. Going down stairs, attacking a dragon, talking to the people you meet (either the characters being run by the other players, or non-player characters controlled by the Referee): all of these sorts of things are your decisions. The Referee then tells you what happens as a result: the stairs lead down to a huge tomb, the dragon attacks your character, etc. The rules below are guidelines for how to handle certain events; mainly combat, but also experience, movement, healing, dying, and other important parts of the game.

Basically, you and the Referee work together, with the Referee handling the details of a dangerous fantasy world, and you handling what your character does in it. The epic story of your character's rise to greatness (or death in the effort) is yours to create in the Referee's world.

Gaining Experience

Characters are awarded experience points (XP) for killing monsters and accumulating treasure. Monsters have a set experience point value (in the monster descriptions), and one gold piece is equal to one XP. It may seem odd to award experience for treasure, but keep in mind that every gold piece gained by the character is an index of the player's skill. Awarding experience only for killing monsters fails to reward a party of adventurers that successfully lures a

dragon away from its hoard so that its treasure can be stolen without a fight, and it fails to reward characters that operate by intelligence, stealth, trickery and misdirection.

Each character class has a prime attribute listed in the character class description, and the character creation process details how to use your attributes to determine the character's total XP bonus.

Time

Sometimes the Referee will rule that "an hour passes," or even, "a month passes," in the life of our intrepid adventurers, but two important time measurements need a quick explanation. These are the "turn," and the "combat round." A turn represents ten minutes, and a combat round is 1 minute.

Movement Rate

Base movement rate for all races is calculated, on the table below, in terms of tens of feet per combat round¹. Each Referee is advised to alter the units of measurement to suit their own games and situations.

Table 21: Average Movement Rate

Weight Carried	Movement
0–75 lbs	12
76–100 lbs	9
101–150 lbs	6
151–300 lbs	3

Table 22: Movement Adjustment

Movement Type	Adjustment
Careful	Half of Average Rate
Normal	Average Rate
Running	Double Average Rate

¹ This has been modified from the original rules in the *Swords and Wizardry: White Box Edition*.

Hiring Assistants

Many characters, particularly when first starting an adventuring career, are in the need of hirelings to assist in carrying loot or fighting monsters. The table below assumes that a typical adventure lasts roughly one week. Prices are in gold pieces.

Table 23: Hiring Assistants

Hireling	Cost (gp)
Non-combatant (servant, torch bearer)	5
General “redshirt” soldier	2
Horseman, Sailor	3
Blacksmith	5
Armorer	25
Airship Captain	75
Animal Trainer, Spy	125
Engineer	200
Alchemist	250
Assassin, Sage	500

Combat

When the party of adventurers comes into contact with enemies, the order of events is as follows:

Determine Initiative.

The party with Initiative acts first (casting spells, attacking, etc.) and results take effect.

The party that lost Initiative acts, and their results take effect.

The round is complete; keep turn order for the next round if the battle has not been resolved.

Initiative rolls may result in a tie. When this happens, both sides are considered to be acting simultaneously. The Referee may handle this situation in any way he chooses—with one caveat. The damage

inflicted by combatants during simultaneous initiative is inflicted even if one of the combatants dies during the round. It is possible for two combatants to kill each other during a simultaneous initiative round.

The Attack Roll

To attack with a weapon, the player rolls a d20 and adds any bonuses to the result.

These “to-hit” bonuses include the character’s Base Hit Bonus (BHB), the strength bonus for attacks with hand held weapons, any bonuses for magic weapons, and any other bonus identified as a “to-hit” bonus.

The attack roll is then compared to the target’s armor class to see if the attack hits: if the attack roll is equal to or higher than the defender’s armor class, the attack hit.

Melee Attack

A melee attack is an attack with hand-held weapons such as a sword, spear, or dagger. A character’s strength bonuses to-hit and on damage are added to melee attacks. Two combatants within ten feet of each other are considered to be “in combat.”

Missile Attack

Missile attacks are attacks with ranged weapons such as a crossbow, sling, or thrown axe. A character’s dexterity bonus for missile attacks is added to the to-hit roll when the character is using missile weapons. When using missiles to attack into a melee, it is not possible to choose which opponent (or friend) will receive the attack.

Negotiation and Diplomacy

Some combats can be averted with a few well-chosen words (including lies). If the party is outmatched, or the monsters don’t seem likely to be carrying much in the way of loot, the party might elect to brazen

their way through in an attempt to avoid combat (or at least delay it until favorable conditions arise).

Spells

Spell casting begins at the beginning of the round. It is possible to cast a spell while within melee range of an opponent (10 ft), but if the spell caster suffers damage while casting a spell, the spell is lost. Unless the spell description states otherwise, the spell takes effect in the caster's initiative phase.

Invisible Opponent

An invisible opponent can only be attacked if the general location is known, and the attack is at -4 to-hit. Note that more powerful monsters (those with sensitive smell or hearing, or more than six hit dice) will frequently be able to detect invisible opponents; the Referee should determine the chance of this according to the creature concerned and the situation.

Unarmed Combat¹

Unarmed combat works the same as armed combat, but unarmed strikes do 1d6 (1-3 hit points) damage. Characters may also grapple, pin or tackle opponents. The referee is free to rule that certain situations will not work automatically, such as an attempt to grapple a tyrannosaurus.

Parrying

A player may choose to have his character parry rather than attack. This gives the character a +2 AC bonus. If the attacker makes the exact roll needed to hit, the parrying weapon is broken, but the defender takes no damage. Drawing a new weapon takes 1 round.

Morale

Certain monsters, such as mindless or undead creatures, are fearless and always fight to the death. The majority, however, will not continue to fight a hopeless battle, seeking to retreat, surrender or flee. The Referee will decide when monsters abandon the battle and retreat, based on the situation and the monster's intelligence.

Hit Points and Injury

Hit points are an abstract representation of the fighting skill, toughness, luck, and endurance that keep a character up and fighting. When a character's hit points reach zero, the character is not automatically dead, but may face severe harm in that or future rounds.

On the round in which a character reaches zero hit points and in any round when a character at zero hit points take damage, roll 2d6 on the Injury table to determine the results.

¹ Rules in the boxed text are house rules and are not included in the Swords & Wizardry White Box Edition rules.

Table 24: Injury¹

Roll	Result
2	Instant, gory death.
3	Fatal wound, die in 2d6 rounds.
4	Severed limb. Will bleed to death in 3d6 rounds unless tourniquet applied, wound cauterized, or <i>Cure Wounds II</i> spell is cast to stop the bleeding. This <i>does not</i> heal hit points or restore the lost limb, however.
5 -6	Broken bone, 2d4 + 9 weeks to heal. Cure wounds II or better can be used to fix bones. This <i>does not</i> heal hit points.
7-8	Knocked out 2d6 rounds
9	Knocked down and stunned, lose next action.
10	Knocked down
11	Stunned, lose next action.
12	No effect.

Binding Wounds

Immediately after a combat, a character can bind his or another's wounds. This takes one full minute. If the binding is interrupted, only 1 hit point of damage is healed. If the minute passes uninterrupted, the character heals 1d4 hit points. This can only heal hit points lost during this particular battle, and recovered hit points cannot exceed the uninjured maximum amount.

Fortifying Spirits

Once per day, an injured character may down a draught of beer, wine, or spirits to fortify him or her self. This will heal 1d4 hit points of damage. Recovered hit points cannot exceed the uninjured maximum amount.

Rest

A full night's rest fully restores all hit points lost the previous day.

Magic and Spell-casting²

Each morning, magic-users and rogues may prepare spells as noted in the character class descriptions

Casting from Scrolls and Spellbooks

Spells on scrolls are treated as prepared spells in this system. A failed casting erases the spell from the scroll, as does copying the spell into a spellbook. Spellbooks may also be used as scrolls in a pinch (if the caster can find the spell in time), though this is best left for very dire circumstances, since it may cause a character to lose his only copy of a spell if he fails in a spell roll.

Casting Spells

To cast a spell, Magic-users and Rogues use the Spellcasting Success table. Magic-users use their character level as their caster level. Rogues use their level/2 (rounded down), which means that level 1 rogues have no ability to cast spells. Characters may add their Intelligence ability bonus to the spellcasting roll.

¹ Thanks to Robert Fisher for his original Classic D&D Injury Table, and Trollsmayth's revision I shameless borrowed.

² Rules for magic, spellcasting, and magical mishaps are house rules not included in the Swords & Wizardry White Box Edition rules.

Spellcasting may have one of three results: Immediate (I) spellcasting allows the spell to take effect right away. Delayed (D) spellcasting means that the spell is delayed until next turn and may be subject to disruption if the spell-caster is struck before the spell takes effect. Negated (N) spellcasting means that the spell fails. If it does, the spell-caster loses the spell and cannot use it again until it is prepared once more the next morning. In addition, the character must make a save or roll on the magical mishap table.

If a spell is disrupted in the middle of casting, save or the spell is negated. If it is negated, save once more or you must roll on the magical mishap table.

Table 25. Spellcasting Success

Spell Level	Spell Effect	Caster Level				
		1-2	3-4	5-6	7-8	9+
1	I	16+	14+	12+	10+	8+
	D	12+	10+	8+	6+	4+
	N	11-	9-	7-	5-	3-
2	I	18+	16+	14+	12+	10+
	D	14+	12+	10+	8+	6+
	N	13-	11-	9-	7-	5-
3	I	20	18+	16+	14+	12+
	D	16+	14+	12+	10+	8+
	N	15-	13-	11-	9-	7-
4	I	n/a	20+	18+	16+	14+
	D	18+	16+	14+	12+	10+
	N	17-	15-	13-	11-	9-
5	I	n/a	n/a	20+	18+	16+
	D	20	18+	16+	14+	12+
	N	19-	17-	15-	13-	11-

Table 26. Magical Mishap

Roll	Result
01 – 07	Roll on the minor chaos table.
08 - 10	You are dazed but able to move and defend yourself for one round.
11 – 12	You are stunned and unable to do anything for the next round.
13 – 14	Spell goes wild and strikes random target.
15 – 16	Spell effect is reversed.
17 – 18	You are struck mute for 1d6 rounds.
19 – 20	Your strength is reduced by half for 1d6 hours.
21 – 22	Magical explosion does 1d6 damage to everyone and everything in a 30 foot radius.
23 – 24	You take 1d6 damage for every level of the spell.
25+	A dimensional vortex opens to the primal chaos. Save vs. magic or be sucked in. Even if you save, take 3d6 damage.

Table 27. Minor Chaos

d20	Result
1	The temperature in a 30ft radius becomes unnaturally cold.
2	A wind blows through the area, smelling of sulphur.
3	Plants wilt and milk curdles in a 30ft radius.
4	Ghostly whispering fills the area for 3d6 rounds.
5	Caster's hair turns white for 3d6 days.
6	Animals in a 30ft. radius are spooked, fleeing the area.
7	Caster's eyes glow red (1-3) or lambent green (4-5) for a day.
8	Caster's nose bleeds for 1d6 x 10 minutes.
9	Caster's body covered with sores that go away in 1d3 days.
10	Caster smells of the grave for 1d3 days.
11	Caster takes on pallor of a corpse for 1d3 days.
12	Caster's voice becomes raspy for 1d3 days.
13	Caster's nails turn black for 1d3 days.
14	Caster's hair grows wildly long.
15	Caster's hair falls out.
16	Caster's nails double in length.
17	Caster's veins become visibly dark under his skin.
18	Caster speaks in unfamiliar language for 1d6 rounds.
19	Caster emits slight, unnatural green glow for 2d6 rounds.
20	Referee chooses any effect or makes up his own.

Spells by Level¹*Level 1*

- Charm Person
- Cure (Cause) Wounds I
- Detect Magic
- Hold Portal
- Light (Dark) I
- Purify Food and Drink
- Read Languages
- Read Magic
- Sleep

Level 2

- Detect Invisibility
- Detect Thoughts
- Find Traps
- Invisibility I
- Knock
- Levitate
- Light (Dark) II
- Locate Object
- Phantasmal Force
- Speak with Animals
- Web
- Wizard Lock

Level 3

- Alter Time
- Crystal Ball
- Cure (Cause) Disease
- Dark Vision
- Dispel Magic
- Fly
- Hold Person
- Invisibility II
- Locate Object
- Protection from Normal Missiles
- Water Breathing

¹ Spell lists have been modified from those in the original Swords and Wizardry: White Box Edition rules.

Level 4

- Charm Monster
- Confusion
- Cure (Cause) Wounds II
- Dimension Portal
- Giant Growth
- Hallucinatory Terrain
- Neutralize Poison
- Plant Growth
- Polymorph
- Remove Curse
- Speak with Plants
- Wall of Defense I
- Wizard Eye

Level 5

- Animal Growth
- Animate Dead
- Cloudkill
- Conjure Elemental
- Contact Other Plane
- Feeblemind
- Hold Monster
- Insect Plague
- Magic Jar
- Passwall
- Telekinesis
- Teleport
- Transform Mud and Rock
- Wall of Defense II

Spell Descriptions

Alter Time

Spell Level: M3
Range: 240 ft
Duration: 30 minutes

The caster must announce which of the two options are being cast.
As a Haste spell, an area of radius of 60 ft around the point where the spell is targeted, as many as 24 creatures become able to move and attack at double normal speed.

As a Slow spell, an area of radius of 60 ft around the point where the spell is targeted, as many as 24 creatures failing a saving throw can only move and attack at half speed.

Animal Growth

Spell Level: 5
Range: 120 ft
Duration: 2 hours

This spell causes 1d6 normal creatures to grow immediately to giant size. The affected creatures can attack as per a giant version of the normal animal. Creatures failing a saving throw can only move and attack at half speed.

Animate Dead

Spell Level: 5
Range: Referee's discretion
Duration: Permanent

This spell animates skeletons or zombies from dead bodies. 1d6 undead are animated (per level of the caster above 8th). The corpses remain animated until slain.

Charm Monster

Spell Level: 4
Range: 60 ft
Duration: Until dispelled

This spell operates in the same manner as Charm Person, but can affect more powerful monsters. For monsters of fewer than 3 HD, up to 3d6 can be affected.

Charm Person

Spell Level: 1
Range: 120 ft
Duration: Until dispelled

This spell affects living bipeds of human size or smaller, such as goblins or dryads.

If the spell succeeds (saving throw allowed), the unfortunate creature falls under the caster's influence.

Cloudkill

Spell Level: 5
Range: Moves 6 ft per minute
Duration: 1 hour

Foul and poisonous vapors boil from the thin air, forming a cloud 15 ft in radius. The cloud moves directly forward at a rate of 6 ft per minute unless its direction or speed is affected by winds. Unusually strong gusts can dissipate and destroy it. Poison-laden, the horrid mist is heavier than air, and thus sinks down any pits or stairs in its path. This spell affects only creatures 5 HD or fewer.

Commune

Spell Level: 5
Range: Caster
Duration: 3 questions

Higher powers grant an answer to three questions the caster poses to them. Higher powers don't like constantly being interrogated by mere mortals, so the spell should be limited to once per week or so by the Referee.

Once per year, the Referee may rule that a caster may cast a "double strength" Commune spell composed of six questions.

Confusion

Spell Level: 4
Range: 120 ft
Duration: 2 hours

This spell confuses people and monsters, making them act randomly. Roll 2d6 to determine the creature's behavior:

Table 28: Confusion Reaction

Roll	Reaction
2–5	Attack the caster and his allies
6–8	Stand baffled and inactive
9–12	Attack each other

The effects of the confusion may shift every ten minutes or so, and the dice are rolled again to determine any change.

The spell affects 2d6 creatures, plus an additional creature for every caster level above 8th. Creatures of 3 HD or fewer are automatically affected by the spell, and it takes effect immediately. Creatures of 4 HD or more automatically resist the confusion effect until it builds up to its full power (which takes 1d12 minutes, minus the caster's level), but are required to make a saving throw at this time. Eventually, these creatures are likely to succumb to the confusion, for they must continue to make another saving throw every 10 minutes until the spell's 2 hour duration has run its course.

Conjure Elemental

Spell Level: 5
Range: 240 ft
Duration: Until dispelled

The caster summons a 16 HD elemental (any kind) from the elemental planes of existence, and binds it to his commands. Each type of elemental may only be summoned once per day. The elemental obeys the caster only for as long as the caster concentrates on it; and when the caster ceases to concentrate, even for a moment, the elemental is released and will attack him.

Contact Other Plane

Spell Level: 5
Range: None
Duration: See Table

The caster creates a mental contact with the planes, forces, powers, and geometries of the beyond, in order to gain affirmative or negative answers to the questions he contemplates. The spell's effect depends on how deeply the caster delves into the planes of existence.

The caster must decide how "far" into the planes of existence he wishes to make contact.

Table 29: Contact Other Plane

Plane ¹	Insane ²	Right	Wrong ³
1	1-2	3-11	12-20
2	1-4	4-13	14-20
3	1-6	7-16	16-20
4	1-8	9-17	18-20
5	1-10	11-18	19-20
6	1-12	13-19	20

1 Planes are the "depth" that he chooses to seek truth, also the number of Yes/No questions asked. 2 Temporary insanity lasts for as many weeks as the "number" of the plane where the caster's sanity failed. 3 This is the chance of receiving a misinterpreted or "wrong" answer.

Crystal Ball

Spell Level: 3
Range: 60 ft
Duration: 2 hours

The caster must announce which of the two options are being cast.

- Cast as *Clairaudience*, the caster can hear through solid obstacles.
- Cast as *Clairvoyance* the caster can see through solid obstacles. A 2 ft thickness of solid stone blocks the spell, as does even the thinnest layer of lead.

Cure (Cause) Disease

Spell Level: 3
Range: Touch
Duration: Immediate

This spell cures a person of any diseases, including magically inflicted ones.

Cause Disease, infects a person with a disease to be determined by the Referee.

Cure (Cause) Wounds I

Spell Level: 1
Range: Touch
Duration: Immediate

This spell cures 1d6+1 hit points of damage.

Cause Wounds 1, inflicts 1d6+1 hit points of damage.

Cure (Cause) Wounds II

Spell Level: 4
Range: Touch
Duration: Immediate

This spell cures 3d6+3 hit points of damage.

Cause Wounds II, inflicts 3d6+1 hit points of damage.

Darkvision

Spell Level: 3
Range: Touch
Duration: 1 day

The recipient of the spell can see in total darkness for the length of the spell's duration. The recipient should roll 1d6 to determine the range of his vision.

Table 30: Darkvision Range

Roll	Range of Vision
1–2	40 ft
3–4	50 ft
5–6	60 ft

Detect Invisibility

Spell Level: 2
 Range: 10 ft per caster level
 Duration: 1 hour

Caster can perceive invisible creatures and objects.

Detect Magic

Spell Level: 1
 Range: 60 ft
 Duration: 20 minutes

The caster can perceive, in places, people, or things, the presence of a magical spell or enchantment. As examples: magical items may be discovered in this fashion, as can the presence of a charm secretly laid upon a person.

Detect Thoughts

Spell Level: 2
 Range: 60 ft
 Duration: 2 hours

The caster can detect the thoughts of other beings. The spell cannot penetrate more than two feet of stone, and is blocked by even a thin sheet of lead.

Dimensional Portal

Spell Level: 4
 Range: 10 ft casting (360 ft teleport)
 Duration: Immediate

Dimensional Portal is a weak form of teleportation, a spell that can be managed by lesser magicians who cannot yet manage the Teleportation spell. The caster

can teleport himself, an object, or another person with perfect accuracy to the stated location, as long as it is within the spell's range.

Dispel Magic

Spell Level: 3
 Range: 120 ft
 Duration: 10 minutes against an item

Dispel magic can be used to completely dispel most spells and enchantments.

Dispel Magic Example

The chance of successfully dispelling is a percentage based on the ratio of the level of the caster trying to dispel over the level of the caster (or HD of the monster) who hurled the original magic.

Thus, a 6th level magic user attempting to dispel a charm cast by a 12th level Magic-user has a 50% chance of success ($6/12=1/2$). If the 12th level magic user were dispelling the 6th level Magic-user's charm, the dispelling caster's chance of success would be 200% ($12/6=2$).

Feeblemind

Spell Level: 5
 Range: 240 ft
 Duration: Permanent until dispelled

Feeblemind is a spell that affects only Magic-users. The saving throw against the spell is made at a -4 penalty, and if the saving throw fails, the targeted Magic-user becomes feeble-minded until the magic is dispelled.

Find Traps

Spell Level: 2
 Range: 30 ft around caster
 Duration: 20 minutes (2 turns)

The caster can perceive both magical and non-magical traps at a distance of 30 ft.

Fly

Spell Level: 3
Range: Touch
Duration: 1d6 turns plus 1 turn/level

This spell grants the power of flight, with a movement rate of 120 ft per round. The Referee secretly rolls for duration; the player does not know exactly how long the power of flight will last.

Hallucinatory Terrain

Spell Level: 4
Range: 240 ft
Duration: Until touched (other than by an ally) or dispelled

This spell changes the appearance of the terrain into the semblance of what the caster desires. A hill can be made to disappear, or could be replaced with an illusory forest, for example.

Hold Monster

Spell Level: 5
Range: 120 ft
Duration: 1 hour+10 min/level

The caster targets 1d4 creatures (saving throw applies). The caster may instead target a single creature, in which case the saving throw is made with a penalty of -2.

Hold Person

Spell Level: 3
Range: 120 ft
Duration: 1 hour+10 minutes/level

The caster targets 1d4 persons (the same parameters as the Charm Person spell; saving throw applies). The caster may also

target a single person, in which case the saving throw is made at -2.

Hold Portal

Spell Level: 1
Range: Referee's discretion
Duration: 2d6 turns

This spell magically holds a door or gate in position for the spell's duration (or until dispelled). Creatures with magic resistance can shatter the spell without much effort.

Insect Plague

Spell Level: 5
Range: 480 ft
Duration: 1 day

This spell only works outdoors. A storm of insects gathers, and goes wherever the caster directs. The cloud is approximately 400 sq ft (20 ft by 20 ft, with roughly corresponding height). Any creature of 2 HD or fewer that is exposed to the cloud of insects flees in terror (no saving throw).

Invisibility I

Spell Level: 2
Range: 240 ft
Duration: Until dispelled or an attack is made

The object of this spell, whether a person or a thing, becomes invisible (to both normal vision and to darkvision). If the Referee is using the invisibility rules unchanged, the result is that an invisible creature cannot be attacked unless its approximate location is known, and all attacks are made at -4 to-hit.

If the invisible creature makes an attack, the spell is broken. Otherwise, it lasts until dispelled or removed by the caster.

Invisibility II

Spell Level: 3
Range: 240 ft
Duration: Until dispelled or an attack is made

Like the Invisibility I spell, this makes the target creature or object invisible to normal sight and to darkvision. It also, however, throws a 10 ft radius sphere of invisibility around the recipient, which moves with him/it. If the Referee uses the game's invisibility rules unchanged, the invisible creature cannot be attacked unless its approximate location is known, and all attacks against him/it are made at -4 to-hit. If the invisible creature makes an attack, the spell is broken. Otherwise, it lasts until dispelled or removed by the caster.

Knock

Spell Level: 2
Range: 60 ft
Duration: Immediate

This spell unlocks and unbars all doors, gates, and portals within its range, including those held or locked by normal magic.

Levitate

Spell Level: 2
Range: 20 ft/level
Duration: 1 turn/level

This spell allows the magic user to levitate himself, moving vertically up or down, but the spell itself provides no assistance with lateral movement. A wall, cliff side or ceiling could, of course, be used to pull along hand-over-hand.

Levitation allows up or downward movement at a rate of up to 6 ft per minute (60 ft per turn), and the caster cannot levitate more than 20 ft per level from the

ground level where the spell was cast (such range being applied both to movement into the air, and to downward movement into a pit or chasm).

Light I

Spell Level: 1
Range: 60 ft
Duration: 1 hour+10 min/level

The target person or object (at a range of up to 120 ft) produces light about as bright as a torch, to a radius of 20 ft.

Light II

Spell Level: 2
Range: 120 ft
Duration: Permanent until dispelled

The targeted person or object produces light about as bright as a torch, to a radius of 120 ft.

Locate Object

Spell Level: C3, 2
Range: 90 ft (C)
60 ft+10 ft/level (M)
Duration: 1 round/level

This spell gives the caster the correct direction (as the crow flies) toward an object the casters specifies with a description. The object cannot be something the caster has never seen, although the spell can detect an object in a general class of items known to the caster: stairs, gold, etc.

Magic Jar

Spell Level: 5
Range: See Below
Duration: See Below

This spell relocates the caster's life essence, intelligence, and soul into an

object (of virtually any kind). The jar must be within 30 ft of the caster's body for the transition to succeed.

Once within the magic jar, the caster can possess the bodies of other creatures and people, provided that they are within 120 ft of the jar and fail a saving throw. The caster can return his soul to the magic jar at any time, and if a body he controls is slain, his life essence returns immediately to the jar. If the caster's body is destroyed while his soul is in the magic jar, the soul no longer has a home other than within the magic jar (although the disembodied wizard can still possess other bodies as before). If the jar itself is destroyed while the Magic-user's soul is within, the soul is lost. The magic user can return from the jar to his own body whenever desired, thus ending the spell.

Neutralize Poison

Spell Level: 4
Range: Referee's discretion
Duration: 10 minutes

This spell counteracts poison, but does not bring the dead back to life.

Passwall

Spell Level: 5
Range: 30 ft
Duration: 30 minutes (3 turns)

This spell creates a hole through solid rock. The hole or tunnel is up to 10 feet deep, and is large enough for the passage of a man.

Phantasmal Force

Spell Level: 2
Range: 240 ft
Duration: Until negated or dispelled

This spell creates a realistic illusion in the sight of all who view it. The illusion disappears when it is touched, but if the viewer believes the illusion is real, he can take damage from it.

Plant Growth

Spell Level: 4
Range: 120 ft
Duration: Permanent until dispelled

Up to 300 sq ft of ground can be affected by this spell; undergrowth in the area suddenly grows into an impassable forest of thorns and vines. The caster can decide the shape of the area to be enchanted. An alternate version (Referee's decision) would allow the spell to affect an area of 300x300 ft, for a total of 90,000 sq ft.

Polymorph

Spell Level: 4
Range: See Below
Duration: See Below

The caster must announce which of the two options are being cast.

The caster assumes the form of any object or creature, gaining the new form's attributes (the use of wings, for example), but not its hit points or combat abilities. The Referee might allow the benefit of the new form's armor class, if it is due to heavily armored skin. A great deal of the spell's effect is left to the Referee to decide. This form of the spell lasts for roughly one hour plus one additional hour for each level of the caster.

Alternately, this spell allows the caster to turn another being into a different type of creature (such as a dragon, a garden slug, and of course, a frog or newt). The polymorphed creature gains all the abilities

of the new form, but retains its own mind and hit points. Used in this way, the range on this spell is 60 ft. This form of the spell lasts until dispelled.

Protection from Normal Missiles

Spell Level: 3
Range: 30 ft
Duration: 2 hours

The recipient becomes invulnerable small non-magical missiles. Only those missiles projected by normal men and/or weapons are affected.

Purify Food and Drink

Spell Level: 1
Range: Close/Touch
Duration: Immediate

Enough food and water for up to a dozen people is made pure, removing spoilage and poisons.

Read Languages

Spell Level: 1
Range: Reading distance
Duration: 1 or two readings

This spell allows the caster to read directions, instructions, and similar notations that are written in unfamiliar or even unknown languages. It is especially useful for treasure maps.

Read Magic

Spell Level: 1
Range: Caster only
Duration: 2 scrolls or other writings

This spell allows the caster to read magical writings on items and scrolls. Magical writing cannot be read without the use of this spell.

Remove Curse

Spell Level: 4
Range: Close/Touch
Duration: Immediate

This spell removes one curse from a person or object.

Sleep

Spell Level: 1
Range: 240 ft
Duration: Referee's discretion

This spell puts enemies into an enchanted slumber. It affects creatures based on their hit dice.

Table 31: Affected by Sleep

Victim's HD	Number Affected
Less than 1 to 1+	2d6+3
1+ to 2	2d6
3+ to 4+1	1d6

Speak with Animals

Spell Level: 2
Range: 30 ft
Duration: 6 turns

The caster can speak with animals within range. There is a chance that the animals will assist him, and they will not attack him or his party (unless he's got something particularly offensive to say).

Speak with Plants

Spell Level: 4
Range: 30 ft
Duration: 6 turns

The caster can speak to and understand the replies of plants. Plants will obey his commands as far as they are able (e.g. twisting or bending aside to ease his passage, etc.).

Telekinesis

Spell Level: 5
Range: 120 ft
Duration: 6 turns (1 hour)

The caster can move objects using mental power alone. The amount of weight he can lift and move is 20 pounds per level

Teleport

Spell Level: 5
Range: Touch
Duration: Instantaneous

This spell transports the caster or another person to a destination that the caster knows (at least knowing what it looks like from a painting or a map). Success depends on how well the caster knows the targeted location:

If the caster has only seen the location in a picture or through a map (i.e., his knowledge is not based on direct experience), there is only a 25% chance of success, and failure means death.

If the caster has seen but not studied the location, there is a 20% chance of error. If there is an error, there is a 50% chance that the traveler arrives low, 1d10 x10 ft below the intended location (with death resulting from arrival within a solid substance). If the error is high (over the 50% chance for a “low” arrival), the traveler arrives 1d10 x10 ft over the targeted location—probably resulting in a deadly fall.

If the caster is familiar with the location, or has studied it carefully, there is only a 5% chance of error—a 1 in 6 chance of teleporting low—or else high. In either case, the arrival is 1d4 x10 ft high or low.

Transform Mud and Rock

Spell Level: 5
Range: 120 ft
Duration: 3d6 days, or spell reversal

This spell transforms rock (and any other form of earth) into mud, or mud to rock. An area of roughly 300x300 ft becomes a deep mire, reducing movement to 10% of normal.

Wall of Defense I

Spell Level: 4
Range: 60 ft
Duration: Concentration

The caster must announce which of the two options are being cast:

The caster conjures a wall of fire that flares into being and burns for as long as the caster concentrates upon it. Creatures with 3 or fewer hit dice cannot pass through it, and no creature can see through it to the other side. Passing through the fire inflicts 1d6 hit points of damage (no saving throw) and undead creatures sustain twice the normal damage. The caster may choose to create a straight wall 60 ft long and 20 ft high, or a circular wall with a 15 ft radius, also 20 ft high.

The other option is that the caster conjures up a wall of ice, six feet thick. The caster may choose to create a straight wall 60 ft long and 20 ft high, or a circular wall with a 15 ft radius, also 20 ft high. Creatures with 3 or fewer hit dice cannot affect the wall, but creatures of 4+ hit dice are able to smash through it, taking 1d6 points of damage in the process. Creatures with fire-based metabolisms take 2d6 instead of the normal 1d6. Fire spells and magical effects are negated in the vicinity of the wall.

Wall of Defense II

Spell Level: 5
Range: 60 ft
Duration: 2 hours (iron)
or Permanent (stone)

The caster must announce which of the two options are being cast:

The caster conjures an iron wall from thin air. The wall is 3 inches thick, with a surface area of 1,000 sq ft.

The other option is for the caster to conjure a wall of stone 2 inches thick, with a surface area of 1,000 sq ft.

In both options, the caster might choose to make the wall 50 ft long (in which case it would be 20 ft tall), or 100 ft long (10 ft tall).

Web

Spell Level: 2
Range: 30 ft
Duration: 8 hours

Fibrous, sticky webs fill an area up to 10x10x20 ft. It is extremely difficult to get through the mass of strands—it takes one turn if a torch and sword (or a flaming sword) are used, and creatures larger than a horse can break through in 2 turns. Humans take longer to break through—perhaps 3–4 turns or longer at the Referee’s discretion.

Wizard Eye

Spell Level: 4
Range: 240 ft
Duration: 1 hour

The caster conjures up an invisible, magical “eye,” that can move a maximum of 240 ft from its creator. It floats along as

directed by the caster, at a rate of 120 ft per turn (12 ft per minute).

Wizard Lock

Spell Level: 2
Range: Close
Duration: Permanent until dispelled

As with a hold portal spell, but it is permanent until dispelled. Creatures with magic resistance can shatter the spell without effort. Any Magic-user three levels or higher than the caster can open the portal, and a Knock spell will open it as well (although the spell is not permanently destroyed in these cases).

Monsters¹

There’s not a lot of detail given about the monsters, because the more detail given, the more your own mental image of the fantasy world is going to be locked into a single track. Yes, details can also inspire the imagination, but we’re making the assumption that if you’re interested in fantasy gaming in the first place, you’ve got a good imagination that doesn’t need details about the size of a giant ant.

Monster “to-hit” Rolls

Add monster Hit Dice to the number (maximum bonus of +15), and if the result is equal to or higher than the defender’s AC, the attack hits and does damage.

Monster Saving Throws

This number is found by taking 19 minus the hit dice of the monster.

¹ Most of the monsters in this section are original monsters that do not appear in Swords & Wizardry White Box Edition. Only monsters in boxes appear in the original rules.

Reading Monster Entries

- **Hit Dice:** This is the number of dice (d6) rolled to determine an individual creature's hit points. If there is a plus or minus next to the number, you add or subtract that number from the total, only once. For a creature with 4+1 hit dice, you'd roll 4d6, and then add one more HP.
- **Attacks:** This entry shows you the number of attacks and the damage they inflict. Monsters have 1 attack and inflict 1d6 damage—but there are exceptions.
- **Special:** This is just a “flag” for the Referee to remind him that the monster has a special ability.
- **Move:** This number is the monster's movement rate, and it's handled just as movement rates are handled for characters.
- **Hit Dice Equivalent (HDE):** This is used to separate the monsters into “difficulty levels,” so that when you're creating an adventure you've got some guidelines about what the characters can handle. XP tells you how many experience points the adventuring party gains as a result of killing the creature.
- Some monsters have multiple saving throws and HDE's listed. This is because certain monsters have a range of hit dice. Order is always from lowest HD to highest HD.

Monster Listing

Allosaurus

AC 6 [13], HD: 5, Attacks: bite 1d6+1, Move: 18, HDE 5, XP 240

Large, swift and cunning pack predators, these theropods are fearsome pack hunters of the great wastes. They are about 30 feet long and known for their cunning and skill as hunters.

Amara

AC 7 [12], HD 4, Attacks: Hair 1d6, Special: entangling hair, Move: 12, HDE 4, XP 120

Amara are undead creations of Vog-Mur. They look like beautiful yet feral wild-haired women with wild eyes and shark-like teeth with blue-white skin. They hunger for human flesh and blood. Their hair is actually extremely strong, filled with metallic barbs, and reaches out to grab and entangle enemies up to 10 feet away. Targets struck by Amara must save or be entangled and unable to move or use any weapon longer than a dagger. Their hair takes 2d6 points of damage to cut.

Anhkheg

AC 4 [15], HD: 3, Attacks: bite 2d6, Special: squirt acid, Move: 12/ burrow 6, HDE 4, XP 120. Special ability: squirt acid 30 feet once every 6 hours for 2dice damage.

The anhkheg is a burrowing insectoid creature which survives on a mix earth and meat. They have a brownish carapace with shining black eyes.

Ankylosaurus

AC 5 [14], HD: 7+2, Attacks: tail swipe 1d6+1, Move: 12, HDE 8, XP 800

Stout, thirty-foot long dinosaurs, these herbivores roam the lichen-beds of the former seas of Athanor in small packs. They are ill-tempered, and notably for their knobby hides and large, mace-like tails.

Beetles, Giant Fire

AC 4 [15], HD: 1+3; Attacks:bite (2d6);
Move: 12; HDE 1, XP 15.

A giant fire beetle's oily light-glands glow reddishly, and continue to give off light for 1d6 days after they are removed (shedding light in a 10 ft radius).

Black Puddings

AC 6 [13], HD 10, Attacks: strike (1d6),
Special: Acidic, Move: 6,
HDE11, XP: 11/1700

Black puddings are amorphous globs with an acidic surface. They are subterranean predators and scavengers. Any weapon or armor contacting a black pudding will be eaten away by the acid as follows: weapon (1 hit by weapon), chainmail or lesser armor (1 hit by pudding), plate mail (2 hits by pudding). If a weapon or armor is magical, it can take an additional hit per +1 before being dissolved. They are immune to cold, and divide when attacked by lightning.

Brachiosaurus

AC 4 [15], HD: 12+3, Attacks: tail swipe
1d6, Move: 12, HDE 13, XP 2000

These huge dinosaurs with long, snake-like tails and heads are herbivores who both graze on lichen and feed on fungus of the great forests. They are about 80 feet long and their heads stand up to 40 feet above the ground. They are dangerous when stampeding, doing 4d6 to anyone underfoot.

Centipedes, Giant

Listings are for: small, medium, and large

Small: AC 9 [10], HD ", Attacks: bite (0),
Special: poison (+4 saves), Move: 12,
HDE 2, XP 30.

Small: AC 5 [14], HD 2, Attacks: bite
(1d6-1), Special: poison (+6 saves),
Move: 15, HDE 4, XP 240.

Large: AC 20, HD 4, Attacks: bite
(1d6+1), Special: poison (+4 saves),
Move: 18, HDE 6, XP 400.

Small: Giant lethal centipedes of the small size inflict a lethal amount of poison with a +4 modifier to opponent's saving throw, but inflict no damage if the saving throw is successful.

Medium: This man-sized giant centipede is a deadly predator with armored segments, a deadly bite, and a lethal (though relatively weak) poison.

Large: A twenty-foot long horror of chitin, multiple legs, and clashing pincers dripping with venom.

Chonchon

AC 6 [13], HD 3+3, Attacks: Bite 1d6-1,
Special: spells, Move: 12 flying, HDE 4,
XP 120

These creatures built in Vog-Mur's clone tanks look like bloated human heads with huge ears that resemble bat-like wings and allow the creatures to fly. Their eyes bug out of the head, and their mouths are filled with sharp teeth. They cast spells as if they were 4th level magic-users.

Compsognathus

AC 8 [11], HD: 1-1, Attacks: bite 1d6-1,
Move: 18, HDE less than 1, XP 10

Tiny, swift bipedal pack predators are common animals in the wilds of Athanor. They are about 3 feet long and are seen as pests by many, but kept as pets by others.

Deinonychus

AC 7 [12], HD: 2+2, Attacks: bite 1d6,
Move: 18, HDE 3, XP 60

Brutal, bipedal pack predators, deinonychus are 10 feet long, with enlarged claws on their hind legs. They are swift runners, skilled leapers, and cunning hunters. They are covered with feathers, including a great crest on their heads and long feathers on their forelimbs and tails. They tend to raid livestock and are a real menace to small caravans.

Doppelgangers

AC 5 [14], HD: 4 Attacks: claw (1d6),
Special: See Below Move: 9, HDE 5, XP:
240

A doppelganger can change its form to resemble the physical appearance (including clothing and gear) of any person. These creatures are immune to sleep and charm, and are considered magic resistant for purposes such as breaking through wizard locks and similar spells. They have a very good saving throw (+5) against magic of all kinds.

Dragons

Dragons were manufactured in Ancient times as servitors of the Witch Kings of Ylum. Forged of magic and genetic technology, the dragons served as guardians of the Witch Kings, and either as land or aerial combat platforms. Durable, armored, and deadly, each dragon was a

unique being, capable of centuries of life and cunningly intelligent.

Most of the dragons have died in the centuries, but there are three dragons in Zamora. The first is the Tower Dragon, a 100-foot-long blue serpentine creature with long, lithe limbs, a huge crocodilian head with a mouth filled with foot-long teeth, and great cat-like eyes. The Tower Dragon sleeps most days coiled around the Tower of Wizardry, and is the pet and guardian of the Tower of Wizardry. The dragon cannot fly, but breathes lightning and is able to communicate empathically and to cause fear through telepathic broadcast. He seldom moves, but if moved to attack is an implacable foe.

The second is the Great Dragon, who arrived in Zamora with the Overlord. This great, winged dragon is 80 feet long, with three heads. One breathes fire, one breathes lightning, the third breathes frost. Its iridescent green scales are impervious to most weapons, and its wings seem to blot out the sky when the Overlord flies out over the city on its back. The Great Dragon sleeps for long periods of time, woken only to serve the whim of the Overlord.

The Shadow Dragon is a terror of the undercity. Only forty feet long, the Shadow Dragon is a master of darkness and a necromancer of no small ability. Ruthless and spiteful toward humans, the Shadow Dragon is an enemy of Vog Mur and maintains his own undead fortress below the city, from which he preys upon the living and amuses himself by the suffering he causes.

Dromians

AC 9 [10], HD 1, Attacks: dagger 1d6-1, Move: 12, HDE 1, XP 15

Standing about three feet tall, these reed-like, insectoid creatures walk on four legs and have two "arms" ending in hands with three prehensile "fingers" evenly spaced around the ends of their arms. They are strong as a full-grown man, have leathery grey carapaces, and have expressionless heads with six multi-faceted heads, long antennae, and three tentacular probosci that they use to eat nectar and pulped fruit. The Dromians seem to communicate through a series of clicks, chirps, and musky scents, though they also seem to understand human speech. They dress in conical hooded robes, and serve the Overlord of Zamora as quiet, cold and dedicated laborers who maintain the city and the tunnels under it.

Elementals

Elementals are living manifestations of the basic forms of matter; earth, air, fire, and water. They are usually summoned from their native planes of existence to do the bidding of a powerful wizard. These beings can also be "chained" within objects or structures to give the objects magical properties. Elementals are barely intelligent at all, but they are as powerful as the forces of nature that they actually are.

Elemental, Air

AC 2 [17], HD 8, 12, or 16, Attacks: strike 2d6, Special: Whirlwind, Move: 36 (Flight), HDE 9, 13, 37, XP 1100, 2300, 3400.

Air elementals can turn into a whirlwind of air with a diameter of 30 ft, hurling any creature of 1 HD or less for great distances (almost certainly killing them). Elemental whirlwinds are approximately 100 ft high.

Elemental, Earth

AC 2 [17], HD 8, 12, or 16, Attacks: fist 3d6, Special: Tear Down Stone, Move: 36 (Flight), HDE 9, 13, 37, XP 1100, 2300, 3400.

Earth elementals are hulking man-shapes of rock and earth. They batter opponents with their great fists, although damage is reduced by 1d6 if the opponent is not standing upon earth or rock. Earth elementals can tear apart stone structures, able to rip down even a castle wall in a matter of 1d4+4 rounds (minutes).

Elemental, Fire

AC 2 [17], HD 8, 12, or 16, Attacks: strike 2d6, Special: Ignite materials, Move: 12, HDE 9, 13, 37, XP 1100, 2300, 3400.

Fire elementals are formless masses of flame, perhaps with a vaguely human shape. Their attacks cause flammable materials to ignite if the material fails a saving throw (as determined by the Referee).

Elemental, Water

AC 2 [17], HD 8, 12, or 16, Attacks: strike 2d6, Special: Overrun ships, Move: 12, HDE 9, 13, 37, XP 1100, 2300, 3400.

Water elementals cannot move more than 60 ft from a large body of water, and their damage is reduced by 1d6 if the opponent is not standing in water (or swimming, etc). These powerful beings can overturn small boats, and can overturn a ship if given 1d4+4 rounds to work at it. On water, they can attack ships, battering them to pieces within one hour if not prevented or distracted.

Girallon

AC 6 [13], HD: 4+1, Attacks: claws d6+2, Move: 12/ 6 climb, HDE 5, XP 240

Four-armed white apes, the Girallon is the Athanoran ape, a brutal and cunning predator, often found in both the fungus forests of the world and in the ruins of ancient cities.

Gelatinous Cubes

AC 8 [11], HD 4, Attack: attack 1d6, Special: paralysis, lightning and cold immunity, Move 6, HDE 5, XP 240

Gelatinous cubes are semi-transparent cubes that slosh through subterranean passages, engulfing debris and carrion to digest. Their entire substance is acidic: if the cube hits successfully, the victim must make a saving throw or become paralyzed (6 turns) for the cube to devour. Most gelatinous cubes contain various metallic treasures or gems that they have engulfed but not yet digested.

Golems

Golems are man-shaped creatures built to serve their masters, usually powerful wizards or high priests. They are often used as guardians. Golems cannot be hit with non-magical weapons, and are immune to the sorts of spells used to create them (iron golems being immune to fire, for instance). You can find the details in the specific monster descriptions.

Golem, Iron

AC 3 [16], HD 13, Attacks: weapon or fist (1d6), Special: immunities, Move 6, HDE 17, XP 3500.

Iron golems are huge moving statues of iron. They can breathe a 10 ft radius cloud of poison gas as well as attacking with great power. Weapons of +2 or less do not affect them. These hulking statues are slowed by lightning spells, but fire-based spells actually restore hit points to them. No other type of spell affects them.

Golem, Stone

AC 5 [14], HD 16, Attacks: fist (1d6), Special: immunities, Move 6, HDE 16, XP 3200.

Stone golems are massive stone statues animated by very powerful magics (much more than just animate object, in other words). They are slowed by fire spells, and damaged/healed by rock to mud spells and the reverse. Spells that affect rock (and fire spells) are the only magic that affects them. They can only be hit by +2 or better weapons.

Grey Oozes

AC 6, HD 3+3, Attacks: Strike 1d6,
Special: Acid, immunities, Move 1, HDE
5, XP 240

Grey ooze is almost identical to wet rock, but is a slimy, formless substance that devours prey and carrion with its acidic secretions, lashing forward to strike enemies. Grey ooze is immune to spells, heat, and cold damage. Metal (but not stone or wood) must make a saving throw vs. acid when exposed to grey ooze (even if the contact is as brief as the strike of a sword) or be rotted through. When the grey ooze hits a character in metal armor, the armor must make an item saving throw. Only cutting and piercing damages a grey ooze—it is impervious to blunt or crushing attacks.

Green Slime

Green slime isn't technically a monster, just an extremely dangerous hazard in underground tombs and other such places. Any metal or organic substance it touches begins to turn to green slime (saving throw). It can be killed with fire or extreme cold, and the transformation process can be arrested by the use of a Cure Disease spell.

Hssu

AC 5 [14], HD 5+5, Attacks: tentacles 1d6,
Special: chemical attacks, Move 9, HDE 6,
XP 400. They Hssu exude several chemicals in a 10 foot radius that they are immune to. This can cause any one of three effects: charm person, cause fear, do 2d6 poison damage. Any chemical could be used at will.

The Hssu are desert traders who travel beyond the land of the Five Kingdoms. They trade in the drug Ssharru, an opiate-like substance known for both its addictiveness and its tendency to cause

strange, vivid, and often prophetic dreams. The Hssu are alien creatures, with conical bodies ending in four thick tentacles. The top of their cone ends in four eye stalks and four trumpet-like ears. They have four prehensile tentacles mid-way through their bodies which end in mouths with two long "lips" that can be used to hold and manipulate items. The Hssu speak through their tentacular mouths, and speak the common tongue as well as their own. They are not expressive, and are treated with some trepidation by humans, though they are welcome by anyone seek Ssharru.

Humans

Humans are such a versatile race that any number of "monsters" and NPCs can be made from them. Berserker warriors, tribesmen, cavemen, princesses, evil high priests, captains of the guard, foot-soldiers, and tavern-keepers are all different human "monsters."

Don't try to build your non-player characters according to the rules for player characters. Here are some samples, otherwise just make up their stats and abilities as you see fit.

Human, Bandit

Armor Class:	7 [12]
Hit Dice:	1
Attacks:	weapon (1d6)
Special:	None
Move:	12
HDE/XP:	1/15

Bandits are roving groups of thieves, sometimes organized into small armies led by more powerful bandit chiefs and captains with higher hit dice.

Human, Berserker

Armor Class: 7 [12]
Hit Dice: 1+2
Attacks: weapon (1d6)
Special: Berserking
Move: 12
HDE/XP: 2/30

Berserkers are normal humans, but they fight with astounding ferocity. A bonus of +2 is added to their attack rolls. They do not wear armor heavier than leather armor.

Human, Sergeant-at-Arms

Armor Class: 5 [14]
Hit Dice: 3
Attacks: weapon (1d6)
Special: None
Move: 12
HDE/XP: 3/60

Human sergeants are normally found in command of 1d6+5 human soldiers. These are the leaders of city guard units and other small military groups in castles and armies.

Human, Soldier

Armor Class: 7 [12]
Hit Dice: 1
Attacks: weapon (1d6)
Special: None
Move: 12
HDE/XP: 1/15

Human soldiers serve as city guardsmen, mercenaries, and men-at-arms. They are generally armed with leather armor and a mace, sword, or spear. For every five guardsmen there is usually a sergeant.

quadrupeds, feeding on the great beds of lichen on the former sea-beds of Athanor, but can run as bipeds. They are notable for their thumb spikes, which they use as defensive weapons. While packs of these creatures live in the wild, they are also kept as domestic animals to serve as food and mounts.

Ochre Jelly

AC 8 [11], HD 6, Attacks: Acid strike (1d6), Special: Lightning divides; Move 3, HDE 6, XP 400.

Ochre jellies are amorphous oozes that damage opponents with their acidic surface. They dissolve any adventurers they kill, making a raise dead spell impossible.

Osquip

AC 7 [12], HD: 4+1, Attacks: bite d6+1, Move: 12/1 burrow, HDE 2, XP 30

The six-legged Athanoran rat is a common pest. Its large, spade-like teeth inflict wicked injuries.

Iguanodon

AC 6 [13], HD: 4, Attacks: "thumb" spikes bite 1d6-1, Move: 12, HDE 4, XP 120

Bulky 20 foot long herbivores with bill-like mouths, iguanodons generally move as

Purple Worms

AC 6 [13], HD 15, Attacks: bite or sting (1d6), Special: poison sting, swallow, Move 9, HDE 17, XP 3500.

Purple worms are massive annelids that grow 40 ft and more in length, and sometimes exceed ten feet in width. They are subterranean, chewing tunnels in rock (or through sand, in deserts, where they are a tan color). These beasts swallow their prey whole on a roll 4 higher than the needed number, or if the worm rolls double the number required to-hit. They can swallow anything the size of a horse or smaller. In addition to the worm's dreaded bite, it has a poison stinger on its tail, the length of a sword and just as deadly even from the piercing wound it inflicts. The poison injected by the stinger is lethal if the victim fails a saving throw. What prey the purple worms once hunted (or perhaps still do, in deep places) with such natural weapons must have been terrifying indeed. Aquatic versions of the purple worm might also exist.

Pachycephalosaurus

AC 6 [13], HD: 4, Attacks: head butt 1d6+1, Move: 12, HDE 4, XP 120

Bipedal herbivores with thick skulls that stand about 15 feet long, pachycephalosaurus are ill-tempered pack creatures who use their thick bony skulls to head butt their enemies.

Pachycephalosaurus do double damage if they are charging. These creatures are sometimes domesticated as riding animals.

Parasaurolophus

AC 7 [12], HD: 4+1, Attacks: slam 1d6, Move: 18, HDE 5, XP 240

30 foot long herbivores with bill-like mouths, parasaurolophus generally move

as quadrupeds, feeding on the great beds of lichen on the former sea-beds of Athanor, but can run as bipeds. Their heads are topped by long, hollow crests that are used to make loud, sonorous noises to communicate over long distances. While packs of these creatures live in the wild, they are also kept as domestic animals to serve as food and mounts.

Pennanngalen

AC 6 [13], HD 5, Attacks: bite 1d6, Special: blood drain, horrifying vision, spell-like abilities, undead. Move: 12 flying, HDE 6, XP 240. When a Pennanngalen strikes, it automatically attaches to a victim and does 1d6 damage each round automatically, draining a victim of blood and life. When first seen, so horrifying that all who view it must save or be frozen in fear for 1d3 rounds. May cast charm person and hold person at will. Immune to charm and sleep spells.

An Athanoran vampire, the Pennanngalen are undead creations of Vog-Mur. They are free-willed undead who look like beautiful women. When they feed, their heads and internal organs detach, flying and leaving behind their bodies to feed.

Pteranodon

AC 7 [12], HD: 3, Attacks: bite 1d6-1, Move: 6/fly 24, HDE 3, XP 60

These flying predators lair in high places and feed on small arthropods, dinosaurs, and osquips. They are sometimes used as mounts, but are notably difficult to domesticate and train.

Rathaga

AC 4 [15], HD: 4, Attacks: claws 1d6, Special: decapitation, undead, Move: 9, HDE 5, XP 240. On a natural attack roll of 20, the Rathaga bites off his opponent's head: save or die from decapitation. A save allows the victim to take 2d6 damage instead.

Rathaga are 12 foot tall skeletal creatures made by Vog-Mur from the bones of several humans. They are silent, mindless brutes, but their coming is forsaged by the smell of spiced oil and a chill in the air.

Rhamphorynchus

AC 8 [11], HD: 1-1, Attacks: bite 1d6-2, Move: 3/fly 18, HDE less than 1, XP 10

Small, colorful, feathered, bird-like reptiles, these creatures are sometimes kept as pets, and are common creatures throughout Athanor.

Shadim

AC 6 [13], HD: 2, Attacks: claw 1d6, Special: Paralysis, Move 9, HDE 3, XP 60. Any hit from a Shadim will paralyze a target for 3d6 rounds.

The shadim are undead creations of Vog-Mur the Necromancer. They appear to be animated human corpses split in half from crown to crotch, with just one half of a body. They hop on one leg and strike with their one yellowed claw-like hand. They stink of raw meat and decay, and crave flesh to feed their severed bodies.

Skeletons

AC 8 [11], HD 1, Attack: weapon or unarmed (1d6); Move 12, HDE1, XP: 15

Skeletons are animated bones of the dead, usually under the control of some evil master.

Slug, Giant

AC 8 [11], HD 13, Attacks: bite (1d6), Special: Spit acid (2d6), Move 6, HDE 13, XP 2300.

These tremendously large masses of slimy, rubbery flesh are completely immune to blunt weapons. In addition to their powerful bite, giant slugs can spit their acidic saliva (one target at a time). The base range for spitting is 60 ft, and within this range the slug's spittle will be 50% likely to-hit (no to-hit roll required). For every additional 10 ft of range, the chance to-hit decreases by 10%. On its first spitting attack, the slug only has a 10% chance to-hit within 60 ft, and no chance of hitting beyond that range. Some giant slugs might have more or less virulent acidity (thus changing the damage inflicted).

Spiders, Giant

AC 3, HD 2+2, Attacks: Bite (1d6 + poison), Special: see below, Move 18, HDE 5, XP 240.

Giant spiders are aggressive hunters. Only the greater giant spiders are web builders. Giant spider webs require a saving throw to avoid becoming stuck. Those who make their saving throw can fight and move (5 ft per round) in the webs. Giant spiders surprise on a roll of 1-5, being able to hide well in shadows. A spider's bite is very poisonous, adding +1 to save vs. poison.

Stegosaurus

AC 5 [14], HD: 7+3, Attacks: Tail swipe 1d6+1, Move: 12, HDE 8, XP 800

Cantankerous herbivores, these creatures are about 30 feet long, with a double row of huge, bony spikes along their backs and a great, spiked tail. They are not

particularly bright, but are hardy fighters when threatened.

Stirge

AC 8 [11], HD: 1+1, Attacks: bite 1/2d6, Move: 3/18 fly, HDE 2, XP 30

The Athanoran bat is an odd mix of bat, bird, and insect. They live in flocks and feed on blood. Stirges attack with a +2 on the attack roll and do 1/2d6 damage per round until they have drained 12 hit points of blood, then they fly away bloated with blood.

Triceratops

AC 4 [15], HD: 8+2, Attacks: gore 2d6, Move: 12, HDE 9, XP 1100

These huge quadrupeds have frilled bony crests and three great horns on their heads. 30 feet long and bulky, and standing about 10 feet tall, these creatures can build great momentum on a charge. These herbivores live in great packs on the plains. When charging, they do double damage.

Tunnel Stalker

AC: 7 [12], HD: 3, Attacks: Tentacles (1d6), Move: 12, Special: Toxin (save or paralyzed 1d6 rounds), Surprise on 1-5, 1/2 damage from blunt weapons, HDE 4, XP: 120

The Tunnel Stalker is a man-sized gastropod, silent and swift-moving, that is a danger of the undercity. The slug-like creature has a thick, slimy, rubbery hide, and at one end of its body is a mass of tentacles, two of which can extend to a length of nearly ten feet. These long hunting tentacles end in a mass of barbed stingers that inject a powerful neurotoxin that paralyzes a foe and causes burning pain and can, over time and multiple doses,

slowly digest tissue into a soft, pulpy mass for the Tunnel Stalker to devour.

The Tunnel Stalker's thick skin is filled with chromatophores, allowing it to easily camouflage itself against its surroundings, and its nature allows silent movement. The creature may climb walls and ceilings, and often attacks from ambush.

Tunnel Stalkers are cowardly with animal instinct but great cunning. They tend to attack lone prey, stragglers, sleeping characters, or other easy prey. They avoid fire, electricity or other similar dangers.

Tyrannosaurus

AC 2 [17], HD: 8+1, Attacks: bite 2d6, Move: 18, HDE 5, XP 240

The terrors of the wilds, tyrannosaurs are 40 feet long and 10-15 feet tall at the hip. Their huge heads are filled with sharp teeth. They travel in groups of one to three and are deadly hunters.

Umbran

AC: 4 [15], HD: 4, Attacks: Claws (1d6+2), Move: 12, Climb 12, Jump 6, Special: Invisible at will, HDE5, XP: 240

Umbrans were agents of the ancient Empire of Ylum, enforcers of their will, spies, and assassins of the first order. Arcane constructs, these things look like a mix of spider and mantis with cold, featureless faces and long, hooked forelimbs. They can climb walls, move silently, and survive in nearly any climate.

They may turn invisible at will, and usually move about invisibly. They communicate with each other telepathically, though they may communicate a low chatter that sounds

like whispered clicks when they wish to communicate with their masters.

The Umbrans that survive do so either as guardians of the secrets of Ylum or as agents of long-lost schemes to revive the Witch-Kings. As such, the Umbrans may be acting for a new master, often one who has become an agent of the long-dead Witch-Kings.

Vat Men

AC 4 [15], HD 4, Attacks: sword 1d6+1, Special: regeneration, Move 9, HDE 5, XP 240. Vat Men will regenerate fully any round that they have not been reduced to 0 hit points or fewer.

The Vat Men are constructs of Vog-Mur the Necromancer, made in his laboratories deep below the city. The Vat Men regenerate at a frightful rate, are physically superior to ordinary men, and have great muscular frames. Their faces, however, have small, close-set eyes, a mouth frozen in a perpetual rictus, and upturned noses. They seem strange caricatures of humanity, and fight without fear or hesitation.

The War Gods

Armor Class: 2 [17]; Hit Dice: 20; Attacks: fist (2d6); Special: See below; Move: 24, jump 36; HDE: 22 (5000xp)

The War Gods are biomechanical monstrosities built by the ancient Aquilan Empire to wage war against the Witch-Kings of Ylum many centuries ago. Taking roughly human shape, these rune-covered beings look to be a mix of strange stone and metal, glowing with lambent light. The war gods are long forgotten, buried in the earth or broken in terrible battle. However, they are still sought by adventurers and rulers seeking ultimate power by

commanding a towering monstrosity into battle to rule over all around him.

Standing 100 feet tall, the war gods are physically powerful, nigh-invulnerable, and armed with advanced weaponry. They have some crude intelligence, but serve loyally any master armed with the control box that runs the War God. Without a control box, the War God will do what it was last commanded to do, usually quite literally.

War Gods require +3 or better weapon to hit, are immune to most magic except for electricity-based magic which slows them. They may use the following attacks: breath a 6die fireball 3/day, spit a web 2/day, confusion ray from eyes 2/day.

Wights

AC 5 [14], HD 3, Attacks: claw (1 HP + level drain), Special: See below; Move: 9, HDE 5, XP 240.

Wights live in tombs, graveyards, and burial mounds (barrows). They are undead, and thus not affected by sleep or charm spells. Wights are immune to all non-magical weapons, with the exception of silver weapons. Any human killed or completely drained of levels (1 level per hit) by a wight becomes a wight.

Yellow Mold

AC n/a, HD n/a, Attacks: 1d6 if touched, Special: poisonous spores, HDE 3, XP 60.

Yellow mold is a subterranean fungus; it neither moves nor attacks. However, if it is poked or struck, it may (50% chance) release a cloud of poisonous spores, roughly 10 ft in diameter. Failing a saving throw against the spores means that the character dies a rather horrible death. Touching yellow mold causes 1d6 points of acid damage. These growths can be destroyed with fire.

Zombies

AC 8 [11], HD 2, Attacks weapon or strike (1d6), Special: undead; HDE 2, XP 30

Zombies are mindless creatures, the walking dead. These are merely animated corpses, not carriers of any sort of undead contagion as ghouls are. If their undeath is contagious, they should be worth a few more experience points than described here, and if a single hit from a zombie causes contagion or any other sort of disease they should be worth considerably more experience. However, the standard zombie is simply a corpse animated to do its creator's bidding.

Better Monsters

There is really no limit as to how high monsters can go, and often it's fun to trick the players by throwing uber-monsters at them. The Referee should feel free to adjust AC, HD, or other factors to make monsters more challenging.

Monster Levels

You may notice that while character levels are capped, monster levels are not. The reasons for this are simple:

Players run in packs and big monsters need levels to overcome a disadvantage in numbers.

Players tend to be creative while many Referees allow monsters to "play stupid."

Creating Monsters

Monsters are not player characters, and their abilities are not at all determined by the rules for player characters. A monster's abilities are determined by the Referee, not by any rules!

Feel free to add wings, breath weapons, extra hit dice, wounded versions, or whatever suits your adventure and your campaign. Toggle and tweak, imagine and invent! You are responsible for the quality of the swords and sorcery in your game, not the rules. So don't try to create monsters according to any sort of power formula.

Create monsters based on how they feel and how they play at the gaming table. Create challenges for the players, not headaches for yourself. Your job is to imagine and create, not to slave at rulebooks finding out what you're "allowed" to do.

Table 32: Monster Creation

HD	THB	ST	XP Given
< 1	+0	19	10
1	+1	18	15
2	+2	17	30
3	+3	16	60
4	+4	15	120
5	+5	14	240
6	+6	13	400
7	+7	12	600
8	+8	11	800
9	+9	10	1100
10	+10	9	1400
11	+11	8	1700
12	+12	7	2000
13	+13	6	2300
14	+14	5	2600
15	+15	4	2900
+ level	+1	3	+300/HD

Magic and Technological Items

Magic items in Athanor are rare and often both powerful and unique, with their own special historical contexts. Here are some ideas of the kinds of magic items found in Athanor.

Magical Weapons

The Broken Sword

The Broken Sword looks like a broadsword with a foot-long stump of broken-off blade. It is, however, still serviceable, and acts as a short sword +1. However, its real enchantment is in breaking inanimate objects. Against inanimate objects, magical constructs, robots, etc., the sword is +3 and does triple damage dice.

The Dancing Sword

The Dancing Sword acts as a sword +2. After one round of combat, the wielder may release the weapon, which will fight for 1d6+4 rounds on its own before sheathing itself or returning to a wielder's open hand.

The Gate

The Gate is a curved cutting sword that looks to be made of silver with a matching pommel and guard. It acts as a +1 scimitar. When the proper cut is learned, the sword may be used to cut rents in the fabric of space, allowing the wielder to cut a brief pathway between objects. This effectively allows the user to spend his attack to dimension door instead.

The Peaceful Cut

This blunt longsword is enchanted to a +1 enchantment. Any creature struck by it takes no damage, but must save or be held as a hold person or hold creature spell for

2d6+6 rounds. Creatures struck by damaging attacks while so held take no damage, but the hold effect is immediately dissipated.

The Slayer of Shadows

This black flamberge was constructed to allow its user to defeat the power of The Shadows. It acts as a two-handed sword +2, but against shadows, the sword becomes a +4 weapon and does double damage dice. When drawn and held, the wielder may see invisible objects and creatures. However, this weapon is an object of fear and legend among the Shadows. A known wielder will become the target of the Shadows....

Axe of Longing

The Axe of Longing is a +2 battle axe that looks as if it is made of bone and sinew, with a wickedly notched blade and deep blood gutters. The Axe will "drink" the blood of living creatures struck by it, healing 1 hit point of damage to the wielder for every 3 full hit points of damage it inflicts each strike. If it does not drink blood every day, the wielder will feel ill and weak. After two or more days, the wielder will suffer a -2 penalty to all rolls until the axe tastes blood again.

The Black Mirror

This magical sword is a three-foot long blade of thin, black and reflective glassy material. The pommel is made of bone, wound with leather. No one knows the origin of the black mirror, though mentions of it have been made in the chronicles of the war between the Four Great Nations, wielded by Akas the Slayer, champion of Ylum. The Black Mirror is a normal sword +1 against living creatures. However, against inorganic materials (metal or stone) or against plants, the weapon is a sword +5 doing 3d6 damage. In addition, the sword

will negate the first spell of third or lower level cast against the wielder each round.

Cesti of Terror

These studded leather hand wrappings look like they are made of sinew and bone, and bury they dig into the flesh of the wielder. As a pair, they are a +2 weapon and allow the wielder to make a single attack with both fists doing 1d6 base damage. In addition, any creature struck by the wielder must save or flee in fear for 1d6 rounds.

Flail of Woe

Looking like a length of vertebrae topped by a skull impaled with nails, the Flail of Woe is a two-handed weapon. It acts as a +1 magic weapon. When swung, the flail begins to wail, causing all living creatures within 30 feet to suffer a -1 penalty to all die rolls (e.g., hit, damage, saves). The flail may be used to attack all creatures within five feet of the wielder, and when it strikes, the flail's toxic nature causes any target struck to save or suffer an additional 1d6 damage from the poisons that cover the nails driven through the skull.

Glaive of Sorrows

This wickedly spiked, ornately curved polearm acts as a +2 weapon. If the attack roll is even and the attack successfully strikes a living target, that creature must save or be poisoned. The poison of the Glaive of Sorrows does 1d6 damage and causes the victim to be debilitated by pain for one day, causing a -1 penalty to all die rolls. Victims poisoned more than once suffer additional damage, but not additional penalties.

Hammer of the Winds

This hammer has a large, square stone head, a bone haft, and is wrapped in pulsing sinews. It is a +2 weapon. When the Hammer strikes an opponent, it does

normal damage and the target must save or be thrown 1d6x5 feet away from the wielder in a booming burst of energy.

Javelin of Lightning

This short spear acts as a normal weapon +1 until thrown. When thrown, the weapon transforms into a bolt of lightning that lances from the wielder, is a +2 weapon, and does 2d6+2 damage before returning to the user's hand.

Other Items

The Hand of Death

A powerful Ancient artifact, the Hand of Death is an ornate onyx and brass pistol that fires a cold, black bolt that causes no harm to inanimate objects, plants or fungi. However, any living animal struck by the ray must save or fall to zero hit points immediately. A creature that saves has its current hit points reduced by half. The Hand of Death may be fired three times before recharging. It is self charging, but regains only one charge per day of non-use.

The Silver Shield

The Silver Shield appears to be a single bracer with a large, silver boss that would sit on the top of the arm. However, when a stud on the opposite side is pressed, the boss expands and folds out into a medium-sized round, silver shield. This acts as a normal shield for purposes of defense calculations but when facing beam weapons (lasers, the Hand of Death, etc.), roll 1d6. On a 1-2, the shield has no additional effect. On a 3-5, the beam is reflected away harmlessly, on a 6, the beam is reflected back to the attacker.

The Orb of Sorrows

The Orb is a simple white orb, the size of a fist, with a single button. Depressing the

button causes the Orb to whirl. The orb will begin to hover, though it can be thrown to a point where it will begin its work. The orb hovers about five feet from the ground, and generates a field of psychic disturbance. Any sentient or sapient creature in a 30 foot radius will be overcome with sorrow and dejection. All creatures in the area of effect must save or be immobilized, wracked with hopelessness and sorrow, until the orb is deactivated. The Orb will continue to operate for 1d6+2 rounds, then will deactivate and settle gently to the ground. It cannot be used again for another 1d3 days.

The Cloak of Shadows

This floor-length black cloak has an ornate silver clasp with an orichalcum stone set in it. Pressing this stone will cause the cloak to shimmer and then reflect the nearby surroundings, causing the wearer to disappear if he or she keeps the closed and the hood pulled down. This is equivalent to the effect of the Invisibility II spell. This has a duration of 2d6+8 rounds. Once the effect ends, the cloak needs 1d3 days to recharge.

The Iron Scorpion

This ornate iron sculpture of a foot-long scorpion has a matching headband. If the headband is worn, the user may then command the Iron Scorpion to act as an agent. Doing so places the user in a trance, but the user may use the scorpion as his own eyes and ears, and may use the scorpion to act. The user may end this trance at any time, but then the Iron Scorpion become inert and inactive. Iron Scorpion: AC 3 [16], HD 3, Attacks: sting 1d2, Move 15, HDE 4, SA: poison, save or die (1d6 damage if save)

Pyroclastic Lance/Firelance

The Firelance is a three-foot long weapon that looks like a truncated lance with a flared handguard at one end and a hole at the other. A single button on the handle triggers the weapon.

The pyroclastic lance fires a cone of superheated plasma with a range of 30 feet spreading at the far end to a width of 30 feet. Any target in the cone takes 3 dice damage (save for half) and easily ignitable items will catch fire.

A pyroclastic lance has five charges. It can be recharged by placing a specially-crafted piece of orichalcum crystal in a sealed chamber in the handle. Such an item will cost 150 GP.

Personal Shield

The personal shield surrounds the wearer in a protective aura of shimmering light. The Shield is worn as a belt with a simple switch on the buckle. Once activated, the shield will absorb up to 30 hit points of damage, after which the item will deactivate itself to regenerate its circuits. This takes 12 hours. The shield will run out of power after a total of 1 hour of use. It can be recharged by placing a specially-crafted piece of orichalcum crystal in a sealed chamber on the belt. Such an item will cost 150 GP.

Alemanian Medical Technology

The people of Alemania are renowned for their medical technology, which reflects arcane secrets they have reconstructed from the ancients. Alemanian surgeons are capable of strange and astounding feats, including transplants, body modifications, and strange types of hybridization.

Body modification is a mark of status among Alemanians, a sign that the

recipient of modifications has transcended the boundaries of his humanity. For some, this is an art, achieving aesthetic changes to their faces and bodies. For others, this is practical, with some Alemanians fusing tools to their bodies or enhancements to their eyes, reach, or bodily functions. Still others enhance their bodies for combat, reinforcing their skeletons, attaching weapons to their limbs, or implanting armored plates under their skin.

The price of such enhancements is often the loss of humanity. The cold, distant, and aloof persona of many Alemanians is even more pronounced in those who have had extensive modifications, making them seem more machine-like, cold, amoral and dismissive of "lesser" races. The Alemanians invoke fear and distrust in others in the world, and do so with good reason.

Much of the technology incorporated in these changes seems to be organic, grown in great vats and drawing its nutrients from the host. Much of it seems either organic or like a strange mix of tentacular, pulsing, or jellyfish-like formlessness. Such technology can be strangely beautiful, but is often horrible to behold.

Bound Spirits¹

Ancient tomes still preserve the secrets of binding extra-dimensional spirits to magic-users' or rogues' service. This art is the true power of magic, and allows magic-users to gain access to reliable power, though such power comes with risks and drawbacks. Ancient books may have rituals for binding specific spirits, as determined by the GM. These spirits are named, have a personality, and grant the

¹ *Bound Spirits* are a house rule not found in the *Swords & Wizardry White Box* rules.

magic-user or rogue powers and potential side effects.

Intelligence: Roll 2d6 + 6. If the spirit has a positive ability modifier, this also applies to the master's magic rolls.

Languages: Spirits speak the language of their element and common. They know one additional language for every point of intelligence above 10.

Element: Spirits are composed on one of the basic elements of the world. Roll on the table below.

Table 33. Spirit Element

d%	Element
01-20	Air
21-40	Earth
41-60	Fire
61-70	Water
71-80	Metal
81-90	Plant/Fungus
91-95	Light
96-00	Darkness

Powers: Spirits may manifest a number of supernatural powers which the magic-user may manifest as if he or she were using the spell of the same name. Some spirits may also take physical form to act as combatants in service of the magic-user:

Table 34. Spirit Powers

d%	Powers
01-15	2 lesser
16-30	1 lesser, 1 greater
31-80	2 lesser, 1 greater
81-90	3 lesser
91-00	2 greater

Table 35. Lesser Spirit Powers

d%	Power
01-10	Charm Person 1/day

11-20	Crystal Ball 3/day
21-25	Cure Wounds I 3/day
26-35	Inflict Light Wounds 3/day
36-40	Knock 1/day
41-50	Light I or Dark I 1/day
51-60	Move Objects up to 25 pounds 3/day, d3+3 rounds per use.
61-70	Purify or Putrefy Food and Drink 1/day
71-80	Read Languages 3/day
81-85	Read Magic 3/day
86-90	Speak with Animals 3/day
91-00	Take physical form 1 hour/day; AC 7 [12], HD 2, Move 6

Table 36. Greater Powers

d%	Power
01-05	Animate Dead, 2d6 undead, 1/week
06-15	Contact Other Plane 1/week
16-20	Cure Wounds II 2/day
21-25	Dimensional Portal 1/day
26-30	Dispel Magic, 1/day
31-40	Fly at speed 12 for 1 hour/day
41-45	Hold monster 1/day
46-50	Invisibility 1/day
51-60	Levitate, 1 turn duration, 3/day
61-70	Phantasmal Force, 1/day
71-75	Protection from Normal Missiles 1/day
76-85	Remove Curse 1/day
86-95	Take physical form 1 hour/day; AC 5 [14], HD 5+2, Move 6
96-00	Telekinesis, 100 pounds, 1/day

Spirit-marked: A magic-user who has bound a spirit will be marked by the experience. Depending on the spirit's elemental nature and, the wizard may have distinctly colored eyes or hair, may find that the color or texture of their skin changes, or that the element may unnaturally change them. This is purely cosmetic, but will mark the magic-user as a master of a spirit.

Ego Conflicts: Each spirit will have an ego value equal to its intelligence plus one for every lesser power and plus five for every greater power. The Ego of a magic-user is equal to the magic-user's intelligence + charisma + level. If the magic-user's current hit points are at half or less of their usual maximum, the magic-user suffers a -5 penalty to his or her Ego score.

If the spirit's ego score is greater than the magic-user's, the spirit may dominate the magic-user, forcing the character to act in accordance to the spirit's wishes. This will last until the magic-user's ego increases or the spirit is banished or appeased.

4 Sample Spirits

Belmarath the Shielder

Belmarath's ritual of summoning is found in a large iron tablet engraved with red runes. It takes a week to master and bind the spirit, which can manifest itself as a dog-sized, four-legged creature with a body made of woven wire and burning red eyes. The spirit's master gains a metallic smell and silver eyes. Int: 11, Ego 17; Element: Metal; Languages: Metal, Common, Alemanian; Lesser Powers: physical form 1 hour/day (AC 7 [12], HD 2, Move 6); Greater Powers: Protection from Normal Missiles 1/day

Marukai the Flamewarden

Marukai's ritual of summoning is found on a leather scroll with black metal fittings. It takes a week to master and bind the spirit, which can manifest itself as a towering giant made of flames wielding a flaming sword. Marukai's master gains red eyes and smells vaguely of smoke. Int: 10, Ego 16; Element: Fire; Languages: Fire, Common; Lesser Powers: Light I 1/day; Greater Powers: physical form 1 hour/day (AC 5 [14], HD 5+2, Move 6)

Uzuz the Lurker

Uzuz's ritual of summoning is found in a book of black vellum scribed in silver. It takes a week to master and bind the spirit, which does not manifest itself physically, but turns its user's eyes solid black and makes his or her skin cold.. Int: 13, Ego: 15; Element: Darkness; Languages: Darkness, Common, Alemanian, Mal'Akkan, Zamoran; Lesser Powers: Dark I 1/day, Cause Wounds I 3/day.

Zurrgash the Fungal Guardian

Zurrgash is a sullen and willful spirit. Its binding is scribed with flames into a wooden tablet. Zurrgash marks its master with green hair and eyes and a vague musty smell. Int 8, Ego 18; Element: Plant/Fungus; Languages: Plant, Common; Greater Powers: Cure Wounds II 2/day, Hold Monster (binding in rhizomes) 1/day.

The Athanor Campaign

The World

The broad plains of Athanor are covered with a thick, spongy, ochre colored lichen. While this is hard to cut or burn, it is a common source of nutrition for the herbivores of Athanor.

Some areas of Athanor are covered with stands or even forests of huge fungi, some 20, 30 or more feet tall. These fungi are often orange, red, brown or violet, have hard silicate endostructures, and noxious or even toxic spores that kill most non-arthropod life forms. Few venture into the fungal forests as a result, and some consider them a blight to be purged or contained with fire.

A few areas are covered with tall, reddish trees, though most of these are cultivated orchards in civilized lands. These trees often have deep red, magenta or even violet leaves. Wild groves are often home to dangerous plants such as strangle-vine or great carnivorous plants.

Climate

Athanor's red sun hangs over an arid land where most of the world's oceans and seas have retreated or disappeared completely. Most of the land is covered in dry plains or deserts. Where great cities once stood explorers find the ruins of the world's faded glory.

Calendar

Two moons hang over the dusty land, the swift-moving Selune and her larger sister Miera, making most nights bright. The phases of Selune mark the seven days of the week: Sunday, Moonday, Stoneday, Waterday, Windsday, Fireday, and Godsdays. The fourteen-week cycles of

Miera mark the three seasons of the year: Storm, Earth, and Fire seasons.

Technology

Technology in Athanor is somewhere between around the late Age of Sail, with printing presses, simple optics, muzzle-loading firearms, crude germ theory, and crude steam technology. In addition, rare advanced technological items exist, too.

The metal orichalcum is refined as a salt to use in firearms, used to make the gas provides fills the lift tanks of Athanor, 's airships, expensive and rare lighter-than-air craft that provide some of the trade between the great cities.

Still stranger items exist in the Tombs of the Ancients, where artifacts survive that men can use to make themselves kings.

Travel

Overland travel usually involves riding on parasauralophus. These dinosaurs can carry two riders and gear or four riders without gear. Some travel may be done on howdahs atop triceratops. Rarely, brachiosaurus are tamed and used as beasts of burden or to bear great howdahs. But the fastest long-distance travel comes in the form of airships, held aloft by orichalcum gas and propelled through the use of sails or steam engines. Airships are the key to naval power, but are expensive enough that trade still depends on overland travel.

History

Long ago, Athanor was a watery world, dotted with small islands. The Ancients came to Athanor from a distant star, seeking a new home. The world they found was initially a great hope to them, and a source of precious water and life. But then they encountered something below, an

ancient lurking malevolence, completely alien, that sought to usurp the invaders. Humanity struggled valiantly and won out, and the Blue Age that began in strife ended in prosperity.

As the seas retreated and the great Atmosphere Plants of the ancients reshaped the planet, the continents and lands emerged from the sea. Forests were planted and the great domed cities were founded across the land. The Ancients were prosperous, and learned to harness the materials and energies of the land. The Four Great Nations ruled in those days: the Empire of Aquila, the Theocracy of Turan, the Saal'Kesh confederation and the Witch-Kings of Ylum. While they ruled at first in peace, the four nations began to war with each other increasingly. The Green Age began in peace, but ended in warfare.

Terrible lances of fire, flying chariots, and towering War Gods were engaged in a war that scorched the earth and the seas, poisoned the air, and laid waste across all of Athanor. Some humans were reduced to barbarism, others called forth terrible magical powers, and pacts were made with things from the Great Beyond. All of civilization fell, and the voices of men from the stars beyond were never heard again.

It has been centuries, and what can survive has. The domed cities are abandoned or live as shadows of the past. Only five civilized nations survive, and most of the world is a wasteland. Most of the ways and history of the past are forgotten, and humanity survives as it must, on scraps of faded glory.

The Five Kingdoms

Alemania

The blue-skinned, hairless Alemanians have a very rigid and organized society. Their national ideology focuses on the superiority and homogeneity of the Alemanian people. They support a strong sense of collectivism, a strong central governmental authority in order to protect the stability of the Motherland. Their society is divided into several castes: scholarly, military, merchant-industrial, and agrarian. Each of these has a place in the parliamentary structure of Alemania, serving the High Chancellor. Alemanians are athiest, devoting themselves to their nation and their people instead.

Duma

The tall, muscular, black-skinned, red-haired warriors of Duma are distrustful of Ancient Technology. They live in walled towns guarded by their warrior caste and depending on their agricultural caste to breed and control their great dinosaur herds. They are renowned musicians, artists, historians, and metalworkers. They are matriarchal in times of peace and ruled by male warriors in times of war. They tend toward collectivism, distrust outsiders, and care little about outside nations.

Khitai

The short, stocky, yellow-skinned, black-haired, black-eyed people of Khitai are insular and distrustful of outsiders. Foreigners only tend to interact with Khitai as merchants or ambassadors. Males wear long tunics, loose pants, slippers or boots, and broad sashes. They tend to have heads shaved except for a long braid. Officials and military men tend to wear neatly-cropped beards. Females wear their hair

long, but pin it up in coiffures that are more ornate the more important the woman is. They tend to wear silk robes with loose pants, slippers, and sashes.

Mal'Akka

The people of Mal'akka are brown-skinned with bright green eyes and dark green hair. Males tend to wear long beards, and all wear loose linen clothing, usually robes. They are tall and slim with pointed ears and an air of gracefulness. They are merchants and desert caravan masters known for their devotion to the desert god Shem.

Zamora

The red-skinned, black-haired people of Zamora are known for their hot-headed and passionate natures. They are known as duelists, political schemers, and romantic idealists.

Barbarians of Athanor

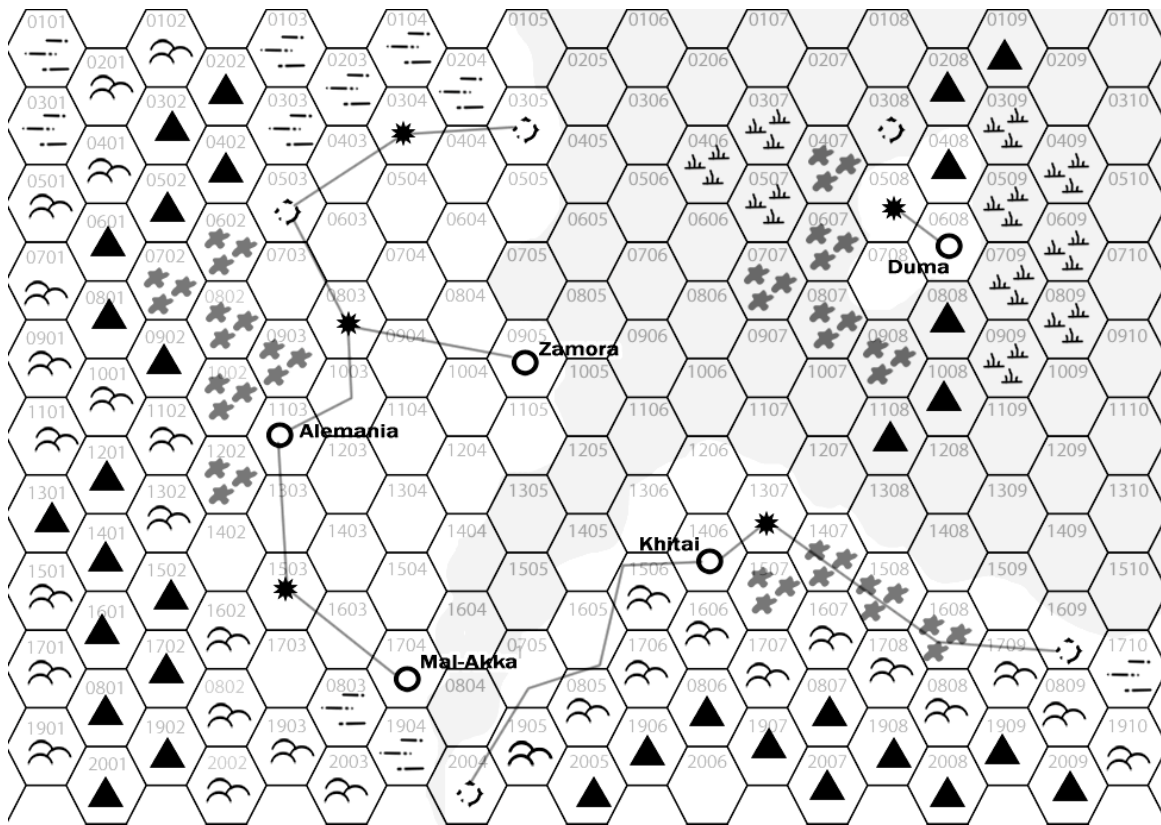
Two barbarian peoples can be found across Athanor: the *Throon* and the *Ghul*.

The Throon

The ochre-skinned savages known as the Throon actually consist of several tribes, each taking a different animal as its totem. The Throon tend to fight with each other as well as with the people of the Five Kingdoms. Some act as bandits, others raid civilized outposts regularly. Still others live at peace with the Five Kingdoms. They have their own martial code of honor, but are not beholden to the ways of the Five Kingdoms

The Ghul

The Ghul are superstitious, cannibalistic savages known for their transparent flesh that exposes their bones. They are ruthless



raiders who are known for not taking prisoners.

Religion

The people of Zamora worship the 6 Lords of Chaos and the 3 Lords of Law.

The Lords of Chaos are gods of change, magic and possibility. They include Bel the Liberator, Asheba the Creator, Checkah the Trickster, Vanya of the Silken Thighs, Kesh the Destroyer, and Tala the Corrupter.

The Lord of Law are gods of order and stability. The three Lords of Law are Fala the Lightbringer, Malkut the Scholar, and Serin of the Iron Fist. The Churches of Law have great institutional power and tend to work together to consolidate their power. The churches of Chaos are popular among the people, but tend to have less political clout and clear connections in the city.

Languages

There are ten contemporary languages used in Athanor:

- Tradetalk ("The Common Tongue")
- Alemanian
- Dromian ("spoken" language cannot be learned by humans)
- Duma
- Ghul (no written script)
- Hssu
- Khitai
- Mal'Akkan
- Throon (no written script)
- Zamoran

There are four ancient languages, remembered only as scripts and used primarily by scholars:

- Aquilan
- Saal'Keshi
- Turanian
- Ylumi

Food in Athanor

Fungus is a major staple in Athanoran agriculture. Fungi provide fibers for paper, cloth, and as a substitute for wood. Fungi provide dyes and pigments. Fungi are major food crops. Mushrooms, spores, and smut all form part of the regular diets of people across the planet. Fungus and smut peddlers are common on the streets of most cities.

Cacti are sometimes eaten, usually in a form similar to Mexican nopales. They are often juiced and occasionally fermented into beers, wines, or hard spirits.

Dinosaur eggs and meat are common food items, though meat is generally considered a luxury item.

Arthropods are a good source of food for most common folk. Giant centipedes are sweet and moist when roasted, and giant spider legs are considered both delicious and dangerous to obtain.

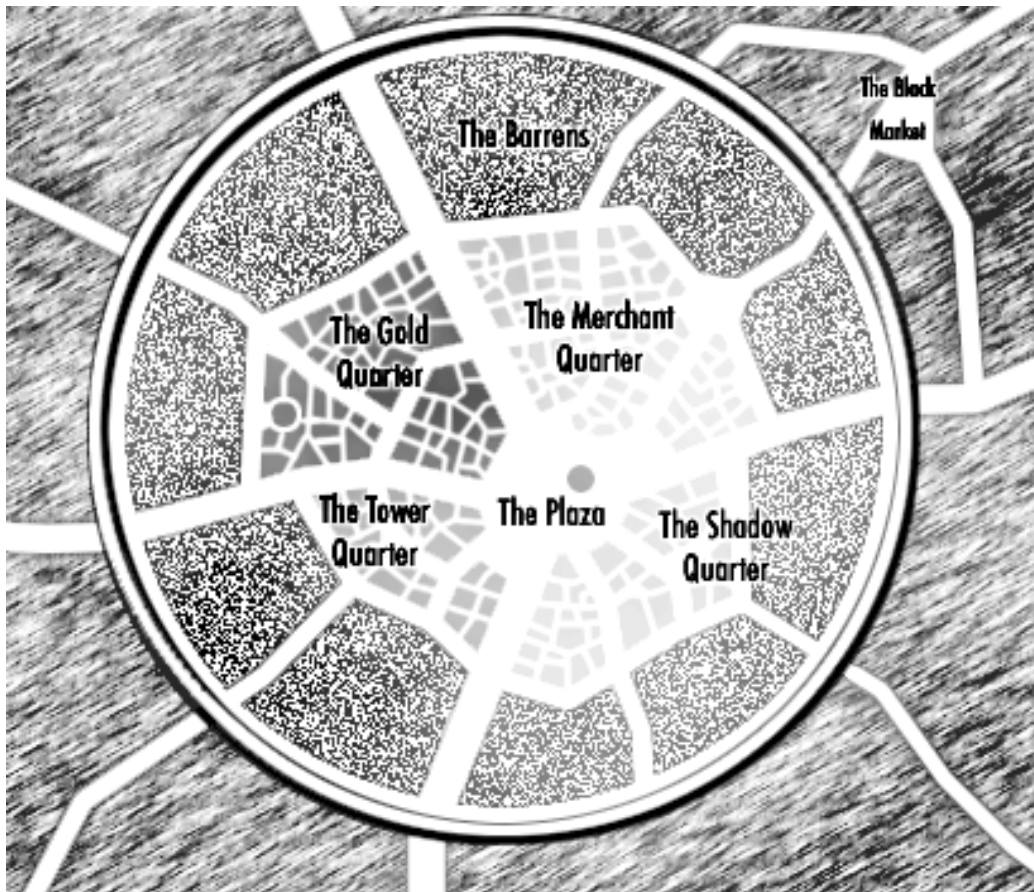
But the most common form of arthropod is the meal beetle. The meal beetle is edible as a large, gelatinous egg; as a potato-sized pink grub; or as a full-grown beetle with a fist-sized body and long legs. As an egg, they are bland and sweet, but nutritious. As a grub, they are roasted, turning red and having a flavor and consistency similar to yams, but with a nice, buttery texture. As a beetle, they are roasted. Their legs become meaty and savory and their bodies cook up to a custardy texture with a light, nutty flavor. Meal beetles are commonly served as street food and are easily raised at home.

Zamora, Your Home

Zamora is built on the site of an ancient domed pre-disaster city. Made of huge stone slabs, the city's great dome is cracked, and much of the city now lies in ruins — an area now called the Barrens. The remaining elements of the city are centered on The Plaza, where the Tower of the Overlord forms the center of government, and where the Great Market is open to all.

of Wizards and their great University; and the Shadow Quarter, ruled by powerful criminal elements.

Sewers and ancient ruins riddle the ground beneath the city, and several powerful factions seek to control much of the city. The Overlord stays in control by pitting factions against each other, and by controlling a small, loyal, and dangerous secret police force.



The populated parts of the city are divided into four quarters: the Merchant Quarter, which is the largest portion of the city, dominated by the Consortium of Guilds; the Gold Quarter, which is home to the wealthy and powerful members of the Five Families of powerful merchants, the Tower Quarter, which is dominated by the Tower

The Great Houses

The Great Houses are the aristocratic families of Zamora. They control money, banking, various guilds, and military resources in Zamora. They are part Machiavellian nobles and part mob families, often busily scheming against each other.

- House Amador: known for fashion, dance, dueling and social gatherings.
- House Buñuel: known for its artists and musicians.
- House Guzman: known for banking and skill with money as well as ties to the Trade Guilds
- House Lucero: known for its connections to the Three Churches of Law.
- House Nuñez: known for skill in intrigue, assassination, and its connections to the Six Churches of Chaos.
- House Soriano: known for its connection to scholars.

The Trade Guilds

The trade guilds control the practice of most skilled professions in Zamora. They control training, pricing, distribution of goods, and training and hiring of apprentices. The Guilds are protected by city charters, and provide the backbone of trade in Zamora's cities.

The Red Hand Society

The Red Hand Society is a society of professional assassins. They are known for their strict adherence to contracts, and their skills at disguise, stealth, and poisoning. The Red Hands are illegal to hire, and illegal in their operations, but are much sought after to create final solutions to conflict

The Explorers! Club

This group is a widespread Zamoran gentlemen's club. Most members of the club are young, wealthy dilettantes, some of whom actually engage in adventures, including safaris, airship racing, and exploration of ruins.

The Lo Pan Society

This group of Khitai merchants is suspected of many illicit dealings. They are likely involved in illicit smuggling and drug trafficking, and rumor speaks of a single sinister mastermind that they all serve.

Masks

As a result of years of vendettas and assassinations, masks have become a fashion statement among the wealthy and powerful, particularly the Great Families. Each family has a specific theme to their masks, though individuals have very personalized masks, usually decorated in a way to show their wealth, power and prestige. The themes, by House:

- House Amador: idealized representation of the wearer
- House Buñuel: abstract art pieces
- House Guzman: animals
- House Lucero: mechanical abstractions of human faces
- House Nuñez: insects
- House Soriano: minimalistic masks covered with quotes from scholars of personal significance to the wearer.

Criminals and members of illegal cults also wear masks, but these are typically not individualized, serving instead to keep the wearer anonymous. These masks are worn in commission of crime, in cult rituals, or in field missions.

People and Places of Note

The Undercity

The Undercity is a warren of tunnels, rooms, ruined buildings, and ancient catacombs under the city of Zamora. Most of these date back centuries, even predating the foundation of Zamora. Over time, it has become home to a number of

unsavory elements, from vermin and pests to bandits, cultists, and undead horrors. Sections of the Undercity have become notorious. Vog-Mur the Necromancer, for instance, has claimed a portion of the Undercity for his vaults, Flesh Vats and Clone Tanks.

Portions of the undercity are filled with machinery that process waste and atmospheric moisture into drinkable water for the city and help maintain clean air under the cracked dome. These areas are maintained by an army of Dromeans and patrolled by elite troops of the emperor's Vat Men. Other portions are part of an underground culture of the poor and outcast. Still others are overrun by fungi and slimes.

Those unfamiliar with the Undercity will find it to be a maze. Certainly, its warrens are complex and filled with danger, and few but the desperate or foolish will merely wander through it.

Mother Grubb's

Mother Grubb's, just on the southeastern edge of the Plaza, is a popular eatery and tavern among the poor of Zamora. The place serves a wide variety of meal beetles and meal beetle grubs – roasted, stewed, fried, baked, boiled — all served by a staff of dromian workers for Mother Grubb, a chubby, brick-red matronly woman. Mother Grubb is loud, boisterous and friendly, and her establishment is a respectable place, even if it is filled with the poor and out-of-sorts.

Señor Esparza

Señor Esparza is Vog Mur's representative at the Grand Market. He provides sales and support for the Clone Pits. If you want someone brought back from the dead from even a small portion of themselves, if you

want a duplicate, no questions asked, you just need 1000 gold and a pound of flesh (literally) and you, too, can have a clone. Certain restrictions apply.

Señor Esparza is bald, with exaggeratedly broad shoulders, beady eyes, an upturned nose, and a constant smile. Any familiar with the Vat Men will know that Esparza is one of these synthetic creatures. However, unlike the majority of the Vat Men, Esparza talks, and does so quite eloquently. This does not diminish the feeling of wrongness he gives off — rather, it seems to enhance it. As does his dress. He wears a crisp, white linen shirt, a narrow black tie, a brocade waistcoat and expensive black breeches and jacket. A black top hat tops his bald head, and black lizard-skin shoes cover his feet, topped by white spats. He carries a silver-tipped cane at all times, and carries a pocket watch on a silver chain.

The Surgeon

In the Plaza, he's called The Surgeon, The Alemanian, and The Fixer. His actual name is Deidrich Todenkopf. He is tall, gaunt, and hairless, with ashen blue skin and pale eyes. He dresses in an ill-fitting black suit with a red velvet waistcoat, a shiny gold pocket watch, and a stained and ancient lab coat. He wears a device riveted into his left temple that includes armatures with a variety of lenses he can move into a mix of combinations as he looks at objects and surgeries. He moves with a strange, spidery grace and speaks with an almost alien dispassion. His hard, pinched face is almost impossible to read.

The Surgeon is a skilled physician, but his other services are the ones that make him notable and notorious. The rumor is that the Surgeon is skilled in advanced Alemanian medicine, and is able to

perform certain enhancements for customers, giving them strange, even superhuman abilities. If it is true, his clients seem to keep their changes covert, since such abilities don't seem to appear where others can see them.

The Surgeon is obsessed with talking about his theory of Transhumanism, that humans can transcend their humanity to a state of physical, mental, and moral transcendence in which they are no longer bound by primitive physical, mental, and moral boundaries. He often rants about such things in detail.

The Surgeon is served by a hunchbacked Alemanian dwarf named Einhardt. Einhardt speaks little, is immensely strong, and deeply loyal.

"Mad" Hakim Al'Azif's Mercantile Emporium

Hakim Al'Azif, the Mad Mal-Akkan, is known for his huge merchant tent in the plaza, where he sells a wide variety of goods for "prices so low, I must be mad!" Hakim dresses in a colorful kaftan and a great turban adorned with gems and plumes. His great waxed mustachios and wild eyebrows match his wide eyes, and provide a strong sense of frenetic energy. His prices are actually quite average, but his selection is broad, and often includes rare and unusual items, sometimes of dubious origins. He drives a hard bargain, but can be bartered with and will negotiate prices if he sees something in it for himself. He is guarded by two burly, shirtless Mal-Akkans named Adbul and Hazrad.

The Pleasure-dome of Sshenssu Salessh. Sshenssu Salessh is a Hssu merchant whose focus is in providing services to humans. His Pleasure Dome provides a

mix of services that serve the hedonistic desires of humans. His Pleasure Dome is a large building on the edge of the plaza, and it offers three kinds of services: gambling in the casino, a mix of alcohol and recreational drugs (such as ssharu and black lotus) in the bar, and a wide variety of erotic services in the brothel. Salessh is cold and alien, has trouble telling apart individual humans (or even understanding the difference between males and females), and has no concern for human morality or inhibitions, or their value as more than resources for profit. He isn't malicious—he just doesn't really see humans as really equal to Hssu.

The Sisters

The Sisters are a guild of assassins for hire known for their ruthlessness, effectiveness, professionalism, and high cost. If someone hires a Sister, then they mean business. All Sisters are also adepts of some sort, whether they are rogues or magic-users, and use that to their advantage. The Sisters tend toward a mix of surprise, stealth, disguise, magic, poison, seduction, and ruthless disregard for collateral damage. An attack by a Sister leaves an impression. The sisters arrive silently and make sure their victim is killed decisively and brutally.

12 Inns and Taverns in Zamora

1. ***The Black Pearl*** (Shadow Quarter): An tavern frequented by criminals, thugs, and generally dangerous folk, the Black Pearl is a place to find disreputable folk for tasks not generally suited for polite company.
2. ***The Boneyard*** (Shadow Quarter): This inn is best known for its gambling rooms, though it is also notable for its terrible rooms, overpriced food,

watered down drinks, and unsavory regulars.

3. **The Dancing Girallon** (Merchant Quarter): A working person's tavern, the Dancing Girallon is small, cramped, and dominated by its loud and hirsute owner, Armando Pasillo, and the huge taxidermied girallon in a comical pose in the main room.
4. **The Feathered Serpent** (Merchant Quarter): Located near the city's main temples of Law, this inn is clean, with comfortable rooms, simple but hearty food at reasonable prices, and a very respectable clientele.
5. **Firewaters** (Shadow Quarter): This tavern is a dive, but a dive frequented by the children of the wealthy who live for a taste of the way that the lower classes live
6. **Garcia's Old Peculiar** (Tower Quarter): Run by an elderly former instructor at the Tower of Wizardry, Garcia's is well known for its owner's eccentricities, which include oddly bubbling (and flavored) drinks, practical jokes, and impractical magical effects placed on the establishment itself that make the place quirky or even surreal.
7. **The Golden Chalice** (Gold Quarter): A fine but pedestrian inn which caters to traveling merchants and down-on-their-luck nobles without holdings of their own. It is a respectable and boring place, though some of the wealthy patrons may actually be involved in complex intrigues.
8. **Ouroboros** (Gold Quarter): A fine restaurant and tavern known for innovative and exotic food and drinks as well as its very expensive prices. This is where the powerful and influential go to eat and to be seen.
9. **Ramirez'** (Shadow Quarter): The middle-aged owner of this place seems

bigger than life, and is rumored to be a powerful swordsman who seems able to survive terrible wounds and to talk authoritatively about historical events. His accent is clearly not Zamoran, but he is well-liked and people do not challenge him about his true origins. He likes to remind customers about to brawl not to lose their heads, by force is necessary. This makes Ramirez' a nice sort of neutral ground where parties can meet despite disputes and be assured of neutral ground.

10. **The Silk Slipper** (Shadow Quarter): Poor food, weak drinks, and high prices are generally ignored here, since the real business at the Silk Slipper has more to do with the women in the main hall and the rooms upstairs.
11. **The Silver Horn** (Merchant Quarter): A pale imitation of the Gold Chalice, the Silver Horn is a safe, boring, and respectable inn for the safe, boring and respectable.
12. **The Temple** (Merchant Quarter): A low-class tavern across from the Feathered Serpent. Its customers are laborers and traders who live ordinary and hard lives, and need a drink now and then. Or every day. Regulars can then tell others in their lives that they need go to the Temple so it doesn't seem as if they are going out drinking.

The Overlord

The Overlord, whose name is lost in obscurity, has been ruler over Zamora for at least five decades. Legend says that he was an adventurer who returned to the city from the wastes dressed in magical golden armor which made him invulnerable and gave him mastery over lightning and fire. He brought order to the chaos of the ruined city, rebuilt its core, created alliances with powerful factions in and below the city, while promoting minor conflicts between

others to create a city where powers were balanced against each other and the Overlord's might proved to be greatest.

The Overlord tends to delegate authority to a vast bureaucracy of petty officials, served by Dromian runners and workers, and guarded by his Vat Men who act as his personal guard and retinue. His spies are trained dopplegangers bred by Vog-Mur in his clone pits.

Many of the Overlord's actions seem mad, random, or inscrutable, though few would say that to him directly. His rule is one of fear and mostly benign dictatorship.

No one has seen the Overlord's face. His "children" appear to be cloned or engineered in the Flesh Vats of Vog-Mur, and tend to be strange aberrations engineered for decadence and degeneracy. Most of these children have set up palaces in the wastes of the city or in the underworld, and have little to do with the others, merely entertaining themselves in their palaces. The Overlord seems to have no concerns regarding them, and they have no influence with him, though many seek their favor as powerful entities.

Alaric the Dragon

Alaric is the eldest of the Overlord's children. His palace is in the north, where he has built a small cult. He has the head of a great lizard, scaled skin, and a long tail. He is swift-moving, brutal and a powerful wizard. He is said to delight in combat, has an arena where combatants fight for his entertainment. It is said that Alaric sometimes eats the most impressive competitors.

Basilia the Huntress

Basilia the Huntress is cruelly beautiful, with alabaster skin and black hair. Her hands end in long, steel-hard claws, and

her long limbs are graceful, and her movement swift. She has a palace in the east, where she is served by her harpy servants, made for her by The Surgeon. It is rumored that she catches and hunts men with her harpies in the tunnels below her palace.

Celestina the Beautiful

Celestina is a sorceress with a beautiful face and an incredible voice. Her head, however, is attached to a long, snake-like body. She is outgoing and known as a healer and seeress. Her palace is in the south, and guarded by machines loyal to her.

Desiderio the Libertine

Desiderio looks human, but has four arms. He is outgoing, fun, and lecherous. His pleasure palace is in the west, where he indulges many diverse tastes with many diverse partners. He is a scoundrel of the highest order, and is served by a number of chalk white mute pygmies made for him by Vog Mur.

Vog-Mur the Necromancer

Vog-mur is an ancient terror, a centuries-old necromancer served by armies of undead. His lair is a multi-layered labyrinth below the sewers of Zamora. Vog-mur is a power unto himself, and he has made alliances with the Overlord of Zamora. He supplies the Overlord with Vat-men, and runs the Clone-vats of the Ancients, supplying the slave and prostitution trades of the city with an endless supply of goods. But he also experiments on the dead and dying poor, learning what he can through his foul experiments. It is said that the natural philosophers of Alemania are deeply interested in what Vog-mur has learned, though he looks in disgust at the technologies that they have lately begun to use in their land.

Vog-mur has a reputation for perversion and lust, manufacturing slaves for his own pleasure pits and hiring or capturing slaves to slake his twisted desires.

Vog-mur appears to be a bloated man, standing nearly seven feet tall, with pale, bluish waxy-looking skin and a small head with dead white eyes. His lips appear to be receding past overly large, squarish yellow teeth in nearly-black gums, his lips pulled back in a slight grin. His upturned nose seems ragged and pink, and his ears seem too small and withered. His legs end in reptilian feet, turned oddly, and his hands end in black, carapaced claws. He dresses

in little more than a ragged kilt, with a broad leather belt.

Despite his great size and girth, he moves quickly, and is incredibly strong, making him a terror both when he is using magic and when he fights hand-to-hand. He seems to feel no pain, but to delight in the suffering of others.

Vog-mur is clever, cunning, and generally willing to parley with anyone. But he tends to make deals with cunning and strong forethought, so parley with the necromancer may not be the blessing it seems to be at first.

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